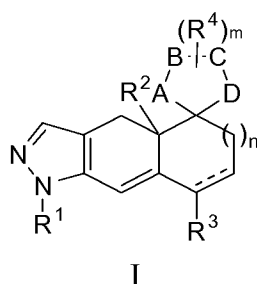


Listing of Claims:

The listing of the claims which follows replaces any and all prior versions and/or listings of the claims in the application.

1 to 7. (Canceled)

8. (Previously presented) A pharmaceutical composition comprising a compound of Formula I



Wherein

m is 0, 1, 2 or 3;

n is 0 or 1;

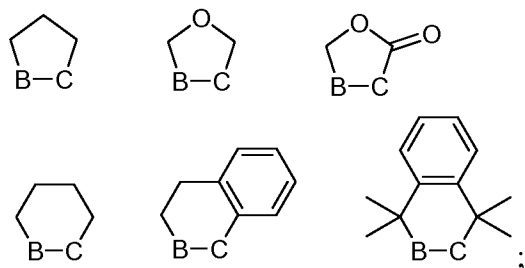
–A–B–C–D– is selected from the group consisting of:

- (1) –CH₂–CH₂–CH₂–O–,
- (2) –CH₂–CH₂–C(O)–O–,
- (3) –CH=CH–C(O)–O–,
- (4) –O–CH₂–CH₂–CH₂–,
- (5) –O–C(O)–CH₂–CH₂–,
- (6) –HC=CH–CH₂–O–,
- (7) –CH₂–HC=CH–O–,
- (8) –CH₂–CH₂–C(O)–NH–,
- (9) –CH₂–NH–CH₂–CH₂–,
- (10) –CH₂–NH–C(O)–O–,
- (11) –NH–C(O)–NH–C(O)–,
- (12) –C(O)–NH–C(O)–NH–,
- (13) –NH–C(O)–NH–CH₂–,
- (14) –NH–C(O)–NH–C(=S)–,

(15) $-\text{O}-\text{CH}_2-\text{CH}_2-\text{O}-$ and

(16) $-\text{S}-\text{CH}_2-\text{CH}_2-\text{S}-$;

provided that when the atoms at positions B and C of $-\text{A}-\text{B}-\text{C}-\text{D}-$ are both carbon atoms, said atoms may be joined together to form a ring selected from



R^1 is phenyl or pyridyl said phenyl or pyridyl optionally mono or di- substituted with a substituent independently selected from the group consisting of:

- (a) halo,
- (b) OCH_3 ,
- (c) CH_3 , and
- (d) CN ;

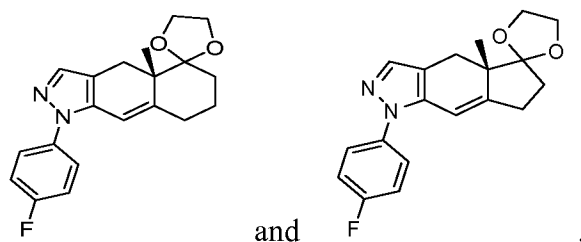
R^2 and R^3 are each individually hydrogen or methyl; and

each R^4 is independently selected from the group consisting of

- (1) $-\text{OH}$,
- (2) $-\text{C}_{1-6}\text{alkyl}$ optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, oxo, $-\text{COOH}$, amino, methylamino, di-methylamino, $=\text{S}$, and halo,
- (3) $\text{C}_{2-6}\text{alkenyl}$ optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, halo and $-\text{C}(\text{O})-\text{O}-\text{C}_{1-2}\text{alkyl}$,
- (4) $\text{C}_{2-6}\text{alkynyl}$ optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy and halo,
- (5) phenyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, $\text{C}_{1-2}\text{alkyl}$, $-\text{COOH}$, $-\text{C}(\text{O})-\text{O}-\text{CH}_3$ and halo,
- (6) $-\text{C}_{1-2}\text{alkyl-phenyl}$ optionally substituted with 1, 2 or 3 substituents independently selected from hydroxy, $\text{C}_{1-2}\text{alkyl}$ and halo,
- (7) $-\text{CO}_2\text{H}$,
- (8) $-\text{CO}_2\text{C}_{1-3}\text{alkyl}$,
- (9) $-\text{OC}_{1-3}\text{alkyl}$,

- (10) -SO₂-C₁₋₃alkyl,
- (11) -SO₂-phenyl optionally substituted with 1, 2 or 3 substituents
independently selected from hydroxy, C₁₋₂ alkyl and halo
- (12) -C₁₋₂alkyl-O-C₁₋₂alkyl,
- (13) -C₁₋₂alkyl-O-C₂₋₄alkenyl,
- (14) -C₁₋₂alkyl-O-phenyl optionally substituted with with 1, 2 or 3 substituents
independently selected from hydroxy, C₁₋₂alkyl and halo,
- (15) -C₁₋₂alkyl-C(O)O-C₁₋₂alkyl,
- (16) 2-(1,3-dioxan)ethyl,
- (17) -C₁₋₂alkyl-C(O)-NH-phenyl and
- (18) -C₁₋₂alkyl-C(O)-NHN;

in combination with a pharmaceutically acceptable carrier,
with the proviso that the compound of Formula I is other than



9. (Previously presented) The pharmaceutical composition according to claim 8
wherein

Each R⁴ is independently selected from the group consisting of

- (1) -OH,
- (2) -C₁₋₆alkyl optionally substituted with 1, 2 or 3 substituents selected
independently from hydroxy, oxo, -COOH, amino, methylamino, di-methylamino, thio, and
halo,
- (3) C₂₋₆alkenyl optionally substituted with 1, 2 or 3 substituents selected
independently from hydroxy, halo and -C(O)-O- C₁₋₂alkyl,
- (4) phenyl optionally substituted with 1, 2 or 3 substituents selected
independently from hydroxy, C₁₋₂alkyl, -COOH, -C(O)-O-CH₃ and halo,
- (5) -C₁₋₂alkyl-phenyl optionally substituted with 1, 2 or 3 substituents
independently selected from hydroxy, C₁₋₂alkyl and halo,
- (6) -SO₂-C₁₋₃alkyl, and

(7) $-C_{1-2}alkyl-OC_{1-2}alkyl$.

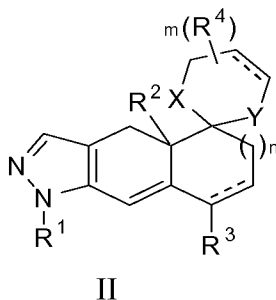
10. (Previously presented) The pharmaceutical composition according to claim 9 wherein

$-A-B-C-D-$ is selected from the group consisting of:

- (1) $-CH_2-CH_2-CH_2-O-$,
- (2) $-CH=CH-CH_2-O-$,
- (3) $-CH_2-CH=CH-O-$,
- (4) $-O-CH_2-CH_2-CH_2-$,
- (5) $-O-CH_2-CH_2-O-$,
- (6) $-S-CH_2-CH_2-S-$,
- (7) $-CH_2-NH-CH_2-CH_2-$, and
- (8) $-CH_2-NH-C(O)-O-$;

R^1 is phenyl optionally mono or di- substituted with halo.

11. (Previously presented) A compound of Formula II



wherein

m is 0, 1 or 2;

n is 0 or 1;

X and Y are each independently selected from CH_2 , S and O ;

R^1 is phenyl or pyridyl said phenyl or pyridyl optionally mono or di- substituted with a substituent independently selected from the group consisting of:

- (a) halo,
- (b) OCH_3 ,
- (c) CH_3 , and
- (d) CN ;

R^2 and R^3 are each individually hydrogen or methyl; and

each R⁴ is independently selected from the group consisting of

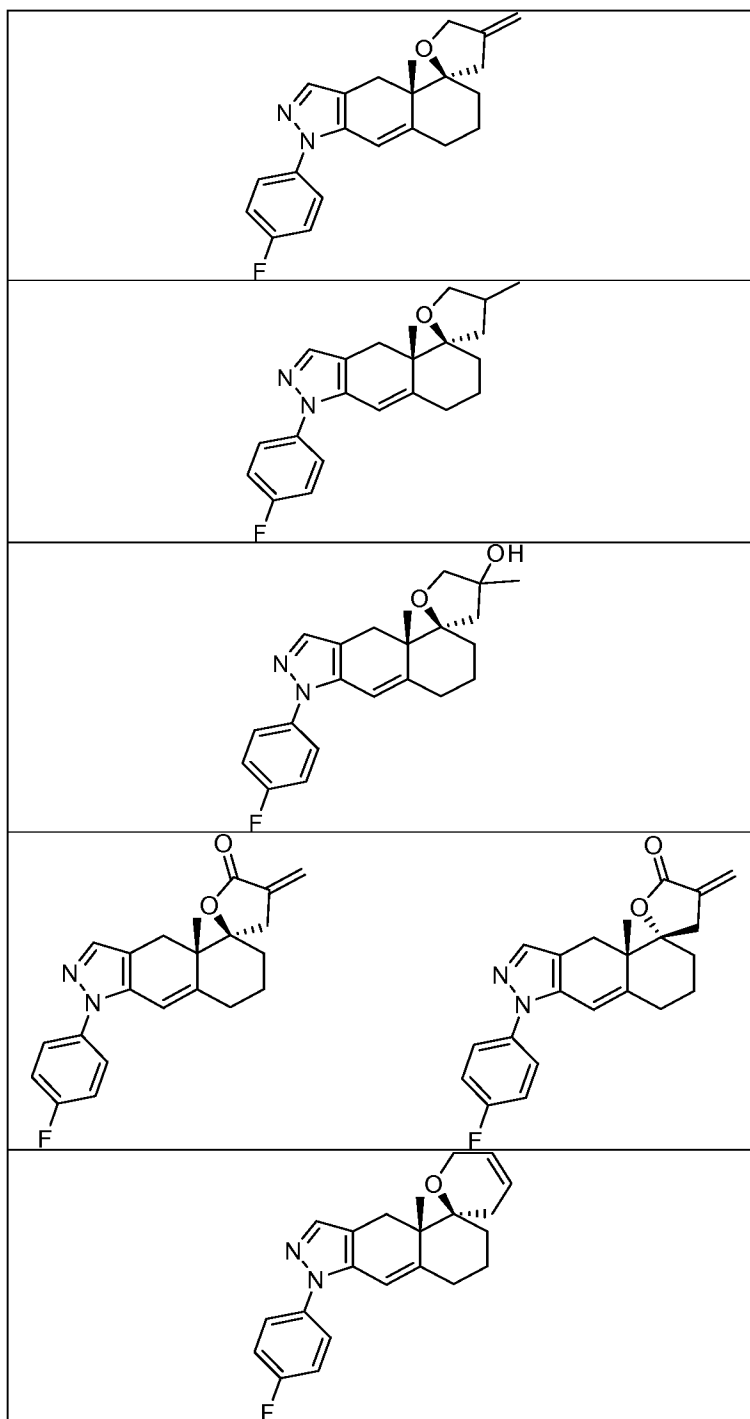
- (1) -OH,
- (2) -C₁₋₆alkyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, oxo, -COOH, amino, methylamino, di-methylamino, =S, and halo,
- (3) C₂₋₆alkenyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, halo and -C(O)-O-C₁₋₂alkyl,
- (4) C₂₋₆alkynyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy and halo,
- (5) phenyl optionally substituted with 1, 2 or 3 substituents selected independently from hydroxy, C₁₋₂alkyl, -COOH, -C(O)-O-CH₃ and halo,
- (6) -C₁₋₂alkyl-phenyl optionally substituted with 1, 2 or 3 substituents independently selected from hydroxy, C₁₋₂alkyl and halo,
- (7) -CO₂H,
- (8) -CO₂C₁₋₃alkyl,
- (9) -OC₁₋₃alkyl,
- (10) -SO₂-C₁₋₃alkyl,
- (11) -SO₂-phenyl optionally substituted with 1, 2 or 3 substituents independently selected from hydroxy, C₁₋₂alkyl and halo
- (12) -C₁₋₂alkyl-O-C₁₋₂alkyl,
- (13) -C₁₋₂alkyl-O-C₂₋₄alkenyl,
- (14) -C₁₋₂alkyl-O-phenyl optionally substituted with 1, 2 or 3 substituents independently selected from hydroxy, C₁₋₂alkyl and halo,
- (15) -C₁₋₂alkyl-C(O)O-C₁₋₂alkyl,
- (16) 2-(1,3-dioxan)ethyl,
- (17) -C₁₋₂alkyl-C(O)-NH-phenyl and
- (18) -C₁₋₂alkyl-C(O)-NHN.

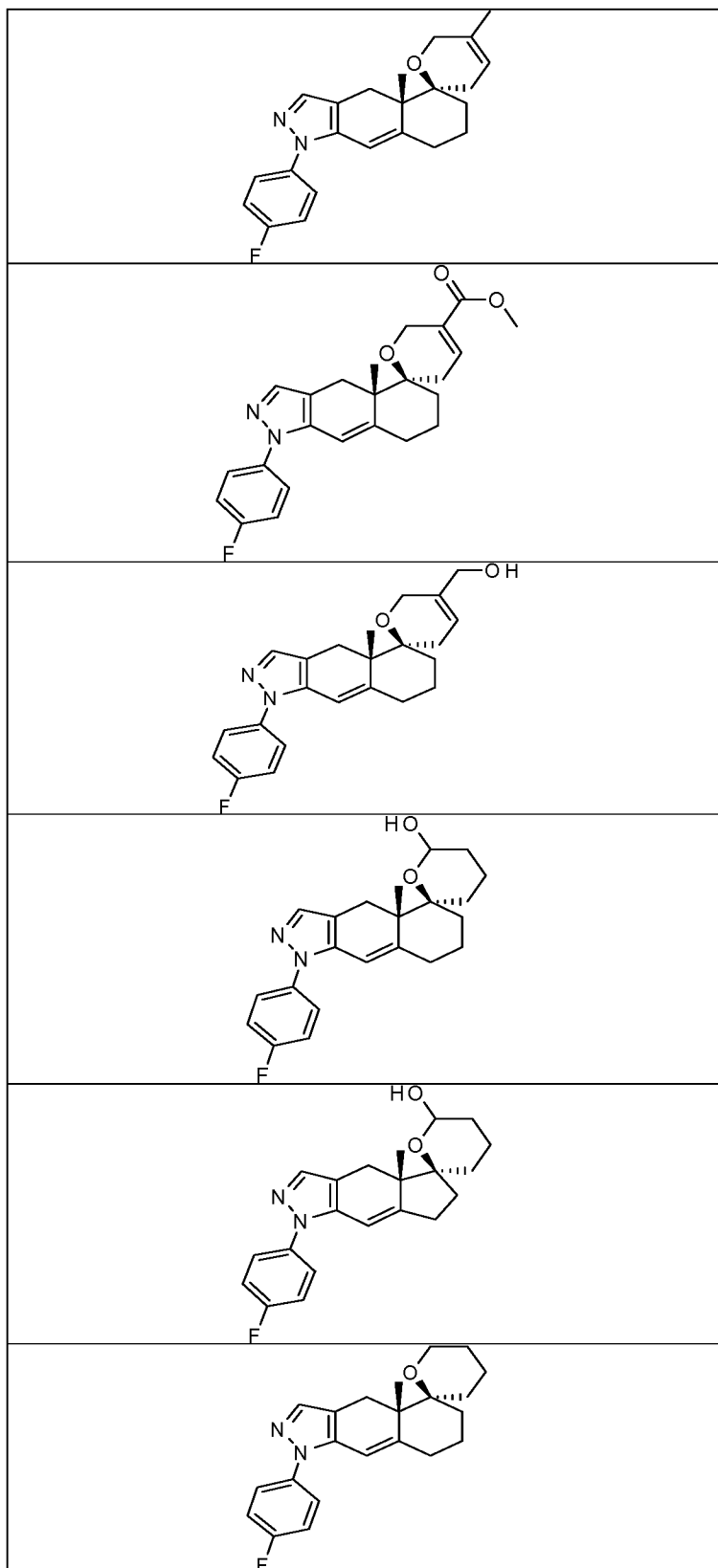
12. (Previously presented) A compound according to claim 11 wherein each R⁴ is independently selected from the group consisting of -C₁₋₆alkyl or hydrogen.

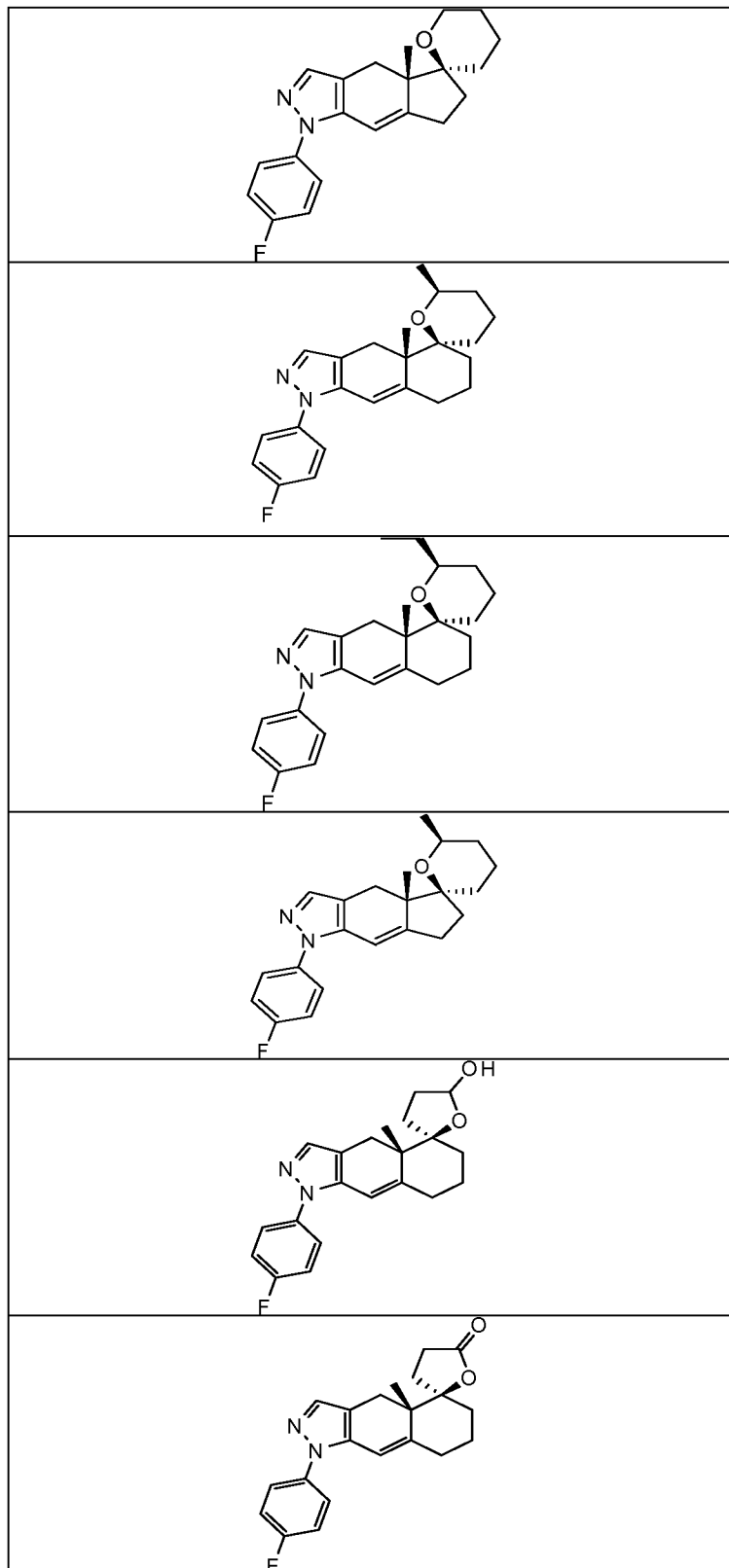
13. (Previously presented) A compound according to claim 11 wherein X and Y are both O or are both S or X is O and Y is CH₂; and R¹ is phenyl optionally mono or di- substituted with halo.

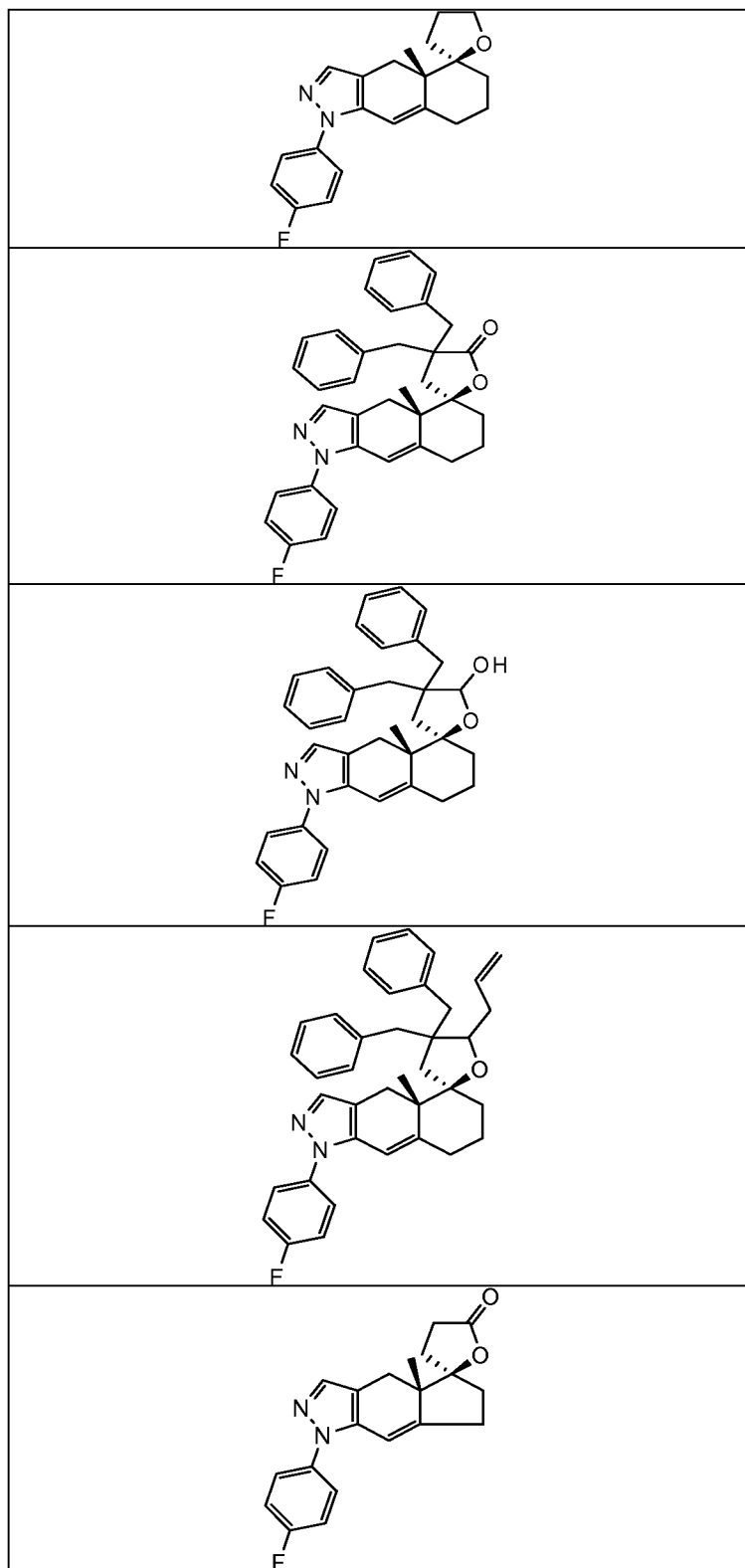
14. (Previously presented) A compound selected from one of the following groups:

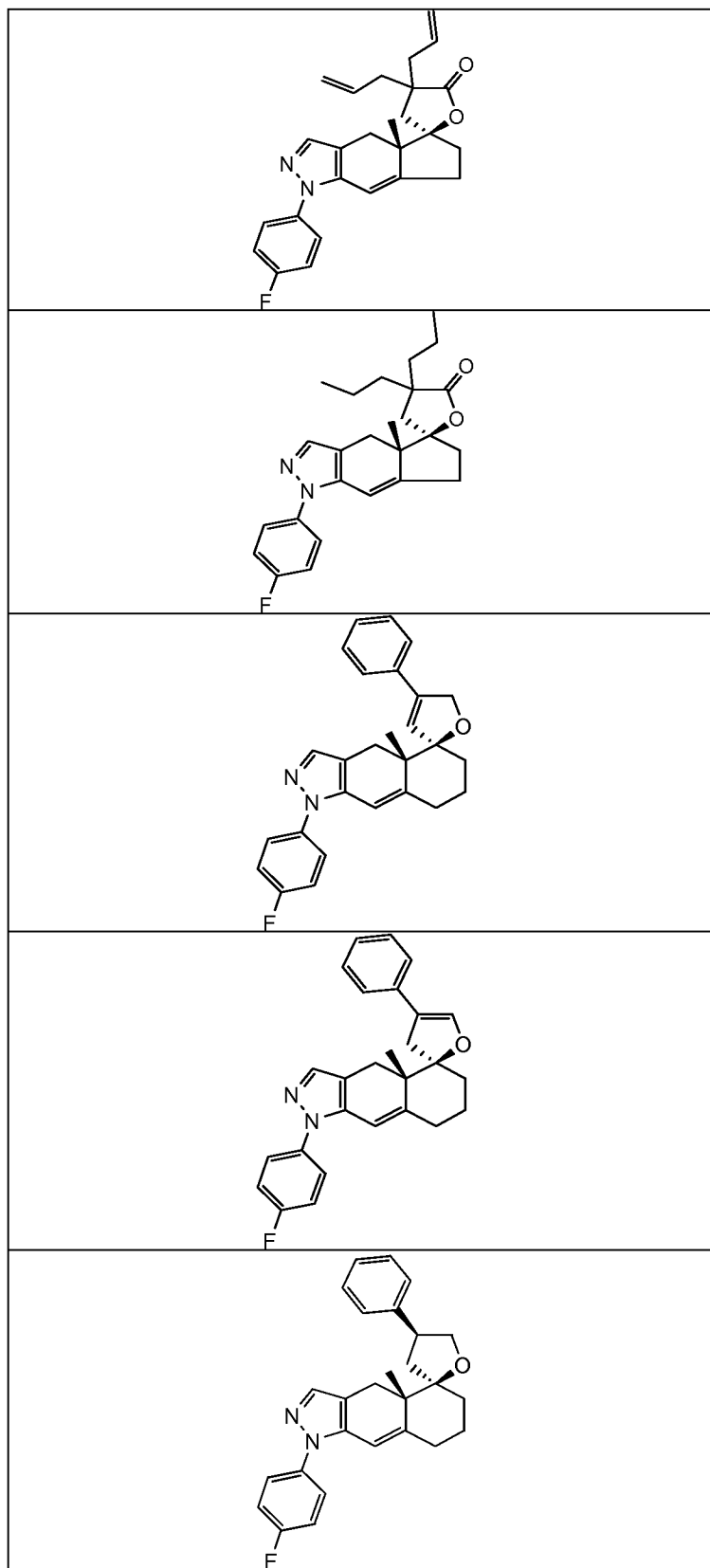
i)

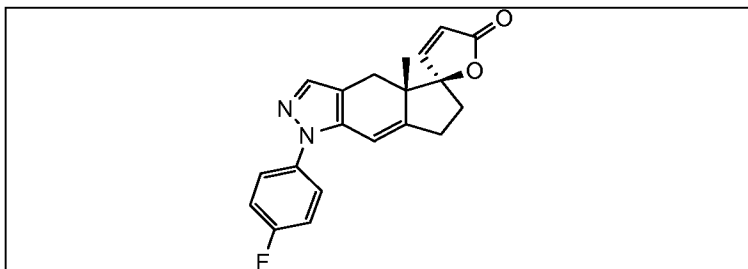




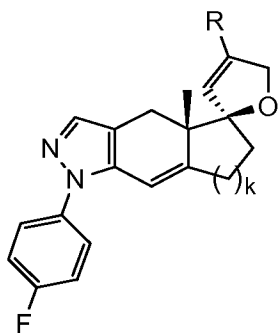






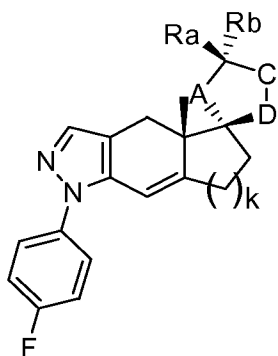


ii)



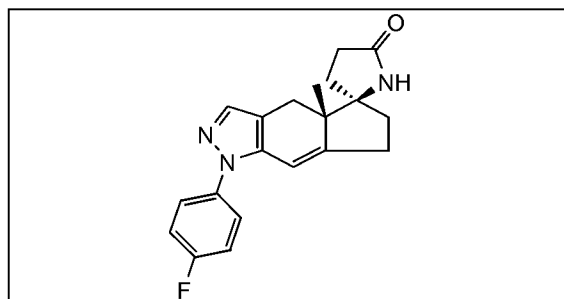
K	R
1	Vinyl
1	Phenyl
1	4-fluorophenyl
2	Benzyl
2	Vinyl
2	Ethyl

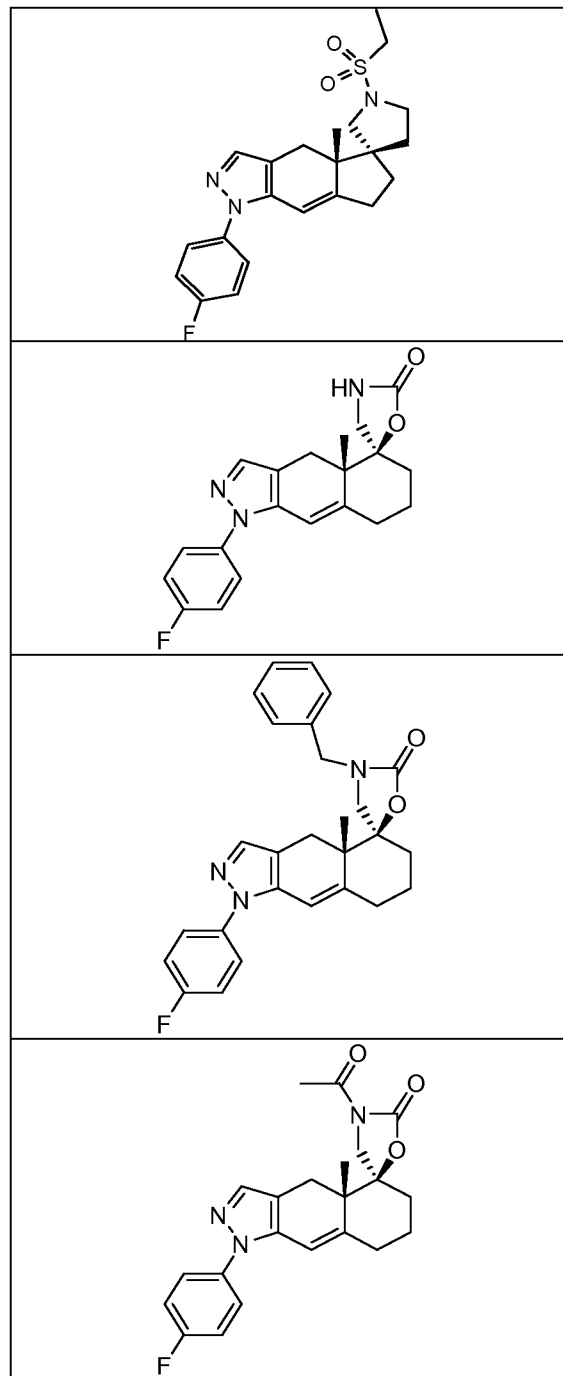
iii)

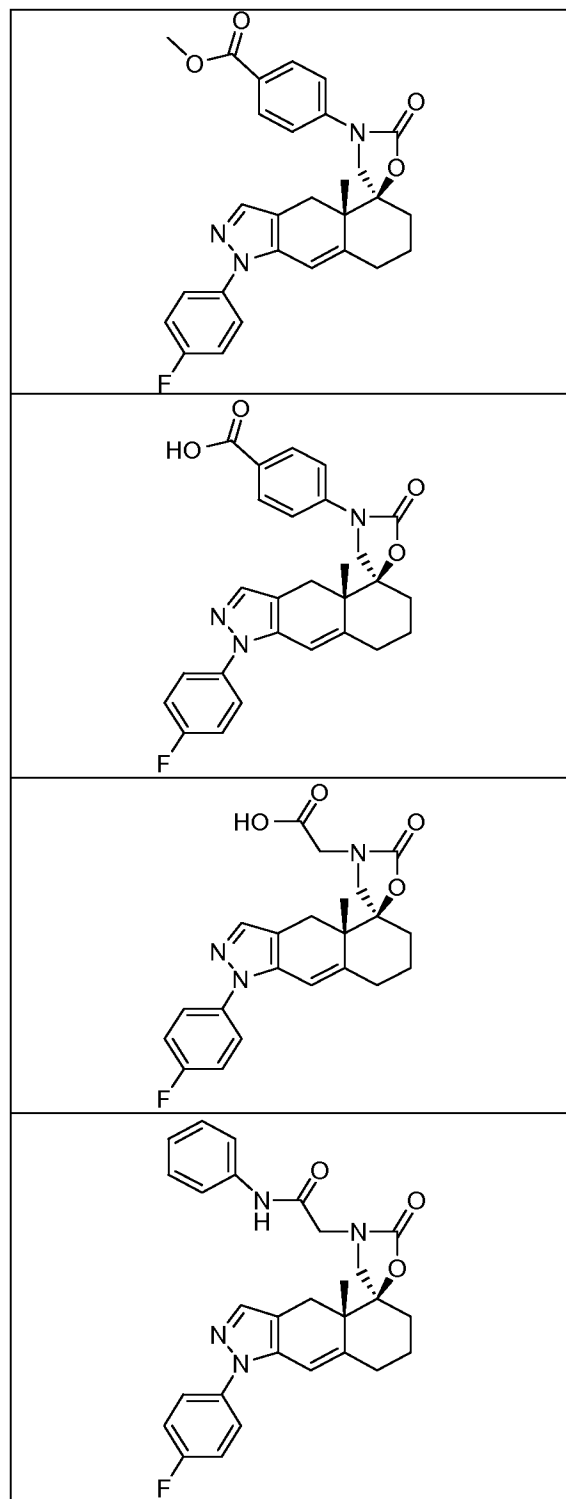


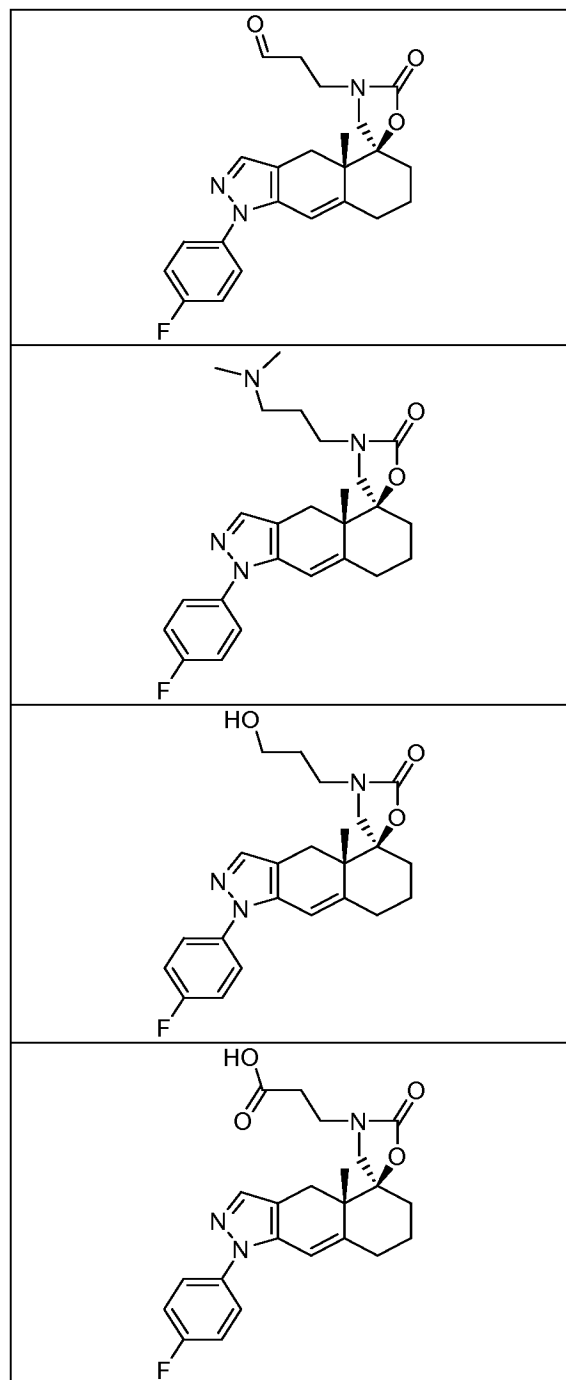
k	D	A	C	Ra	Rb
1	O	CH ₂	CH ₂	propyl	Propyl
1	O	CH ₂	CHOH	propyl	Propyl
1	O	CH ₂	CH ₂	allyl	Allyl
1	O	CH ₂	CHOH	allyl	Allyl
1	O	CH ₂	CH ₂	methyl	Methyl
1	O	CH ₂	CHOH	methyl	Methyl
1	O	CH ₂	C(O)	methyl	Methyl
1	O	CH ₂	CH ₂	H	H
1	O	CH ₂	CHOH	H	H
2	CH ₂	O	CH ₂	ethyl	H
2	CH ₂	O	CH ₂	H	Ethyl
2	CH ₂	O	CH ₂	H	Phenyl
2	O	CH ₂	CH(allyl)	allyl	Allyl
2	O	CH ₂	CH ₂	methyl	Methyl
2	O	CH ₂	CH ₂	benzyl	Benzyl
2	O	CH ₂	CH ₂	allyl	Allyl
2	O	CH ₂	CHOH	methyl	Methyl
2	O	CH ₂	CHOH	allyl	Allyl
2	O	CH ₂	CH(allyl)	H	H
2	O	CH ₂	C(O)	methyl	Methyl
2	O	CH ₂	C(O)	allyl	Allyl

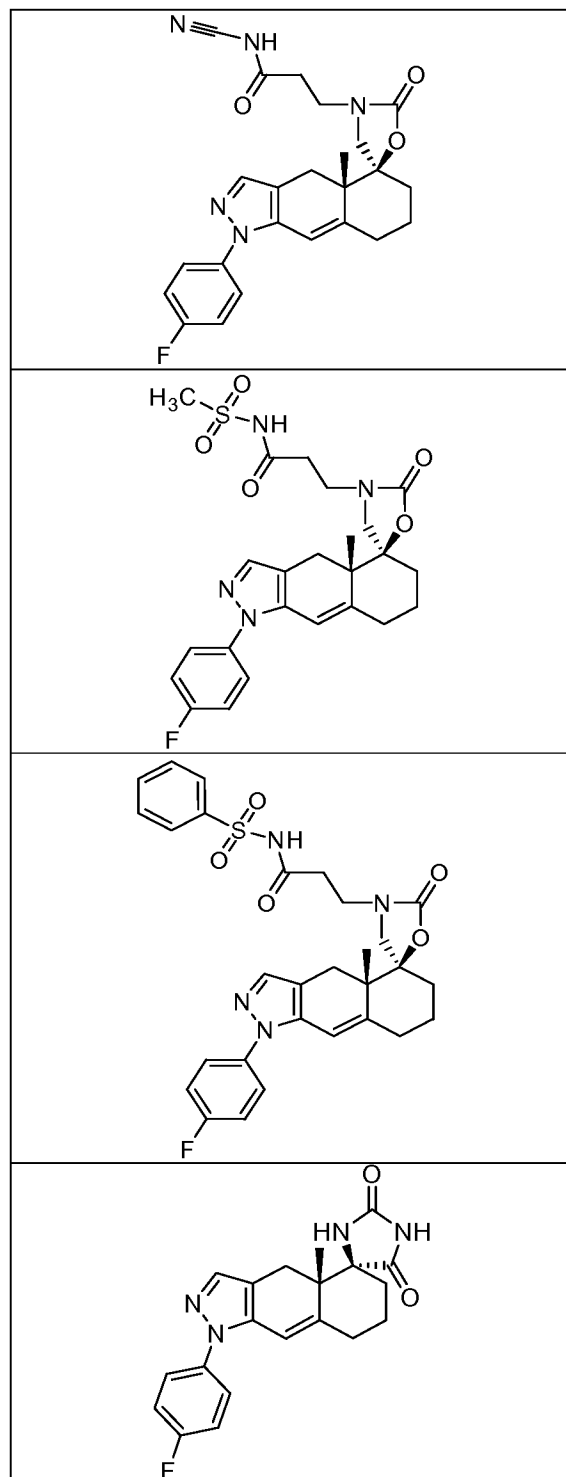
iv)

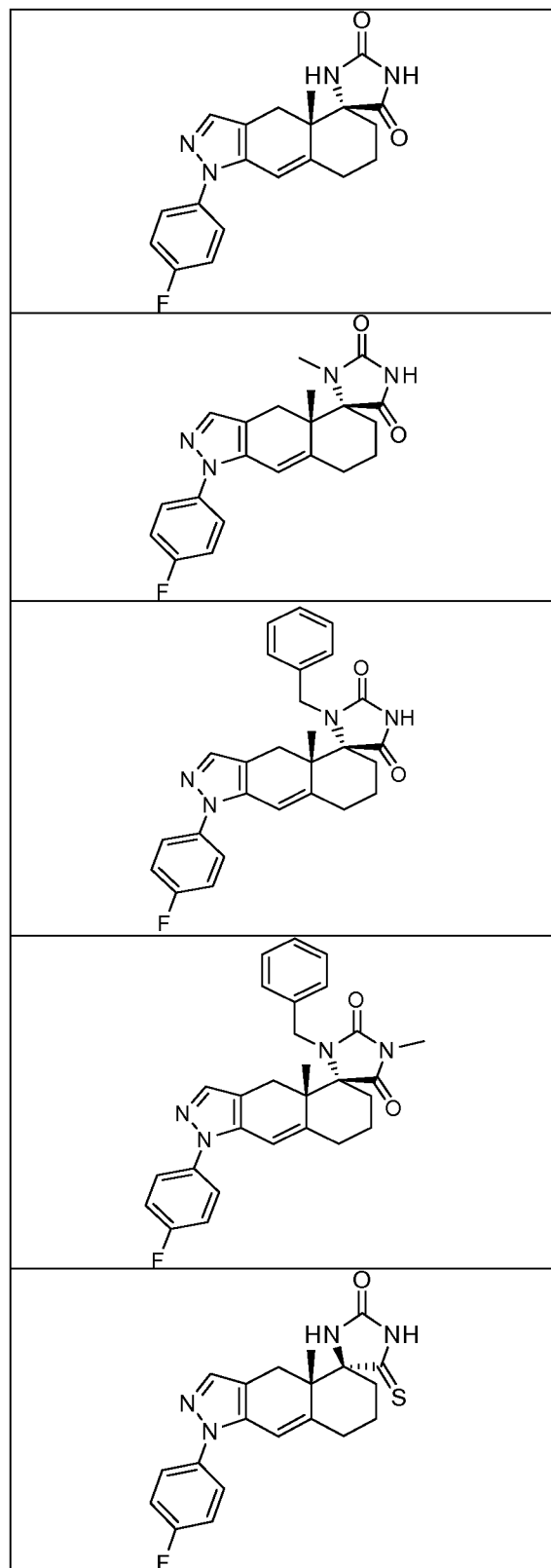


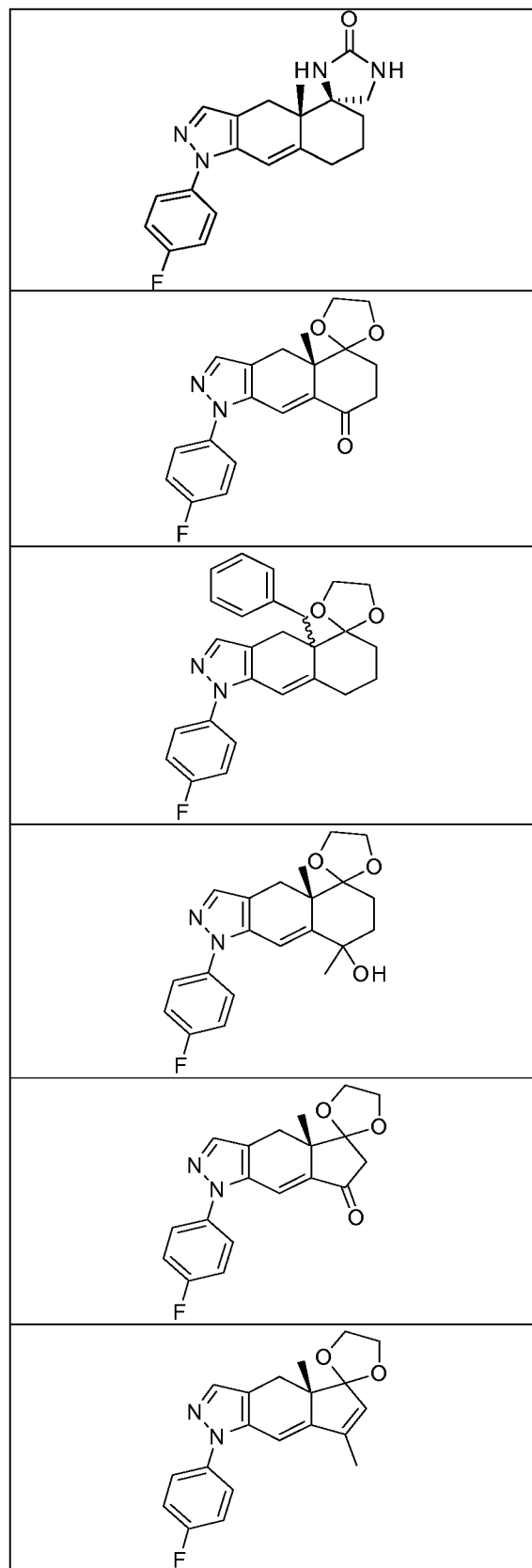


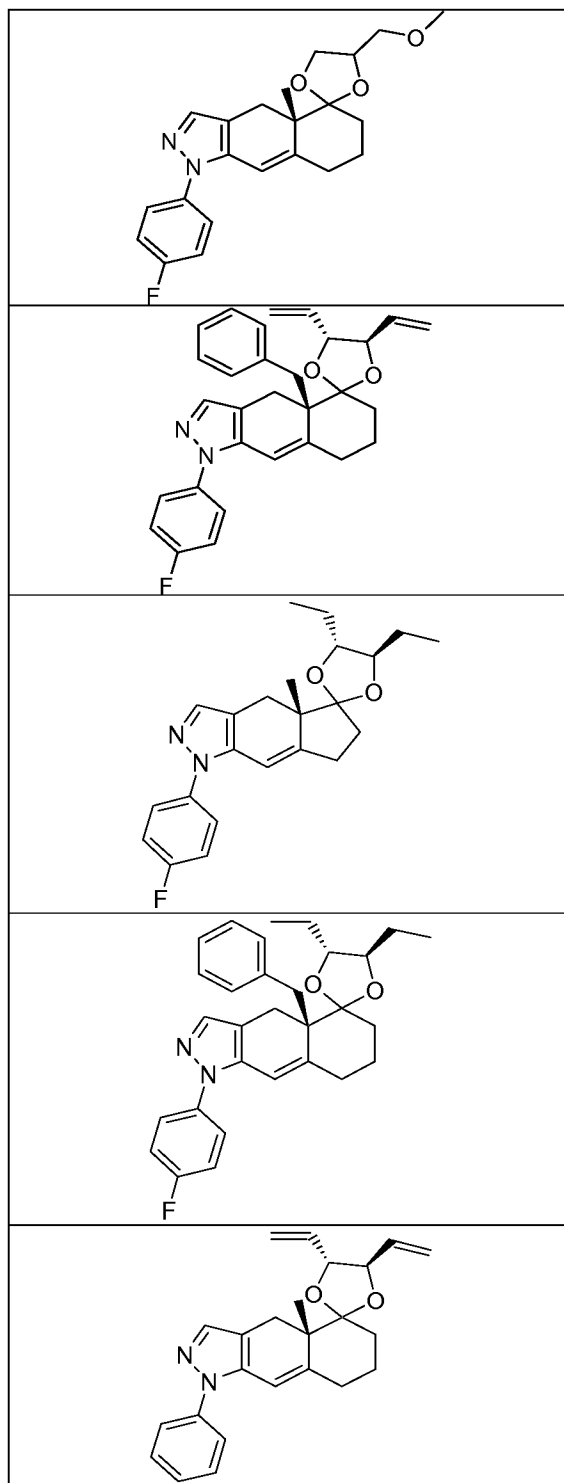


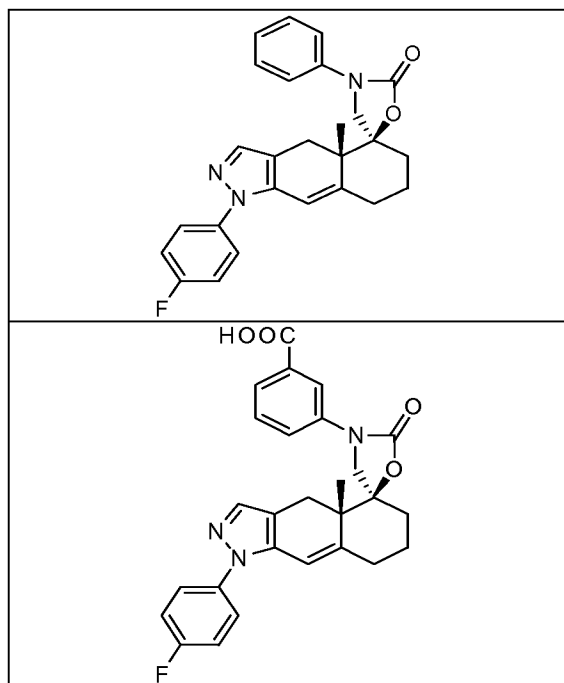




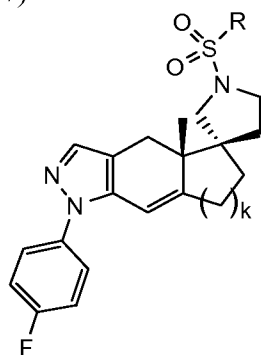






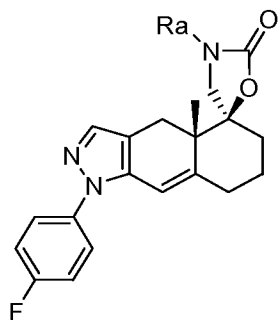


v)



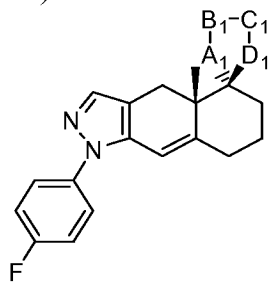
k	R
1	phenyl
2	ethyl
2	phenyl

vi)





Ra
Methyl
Allyl
Isopropyl
2-methoxyethyl
CH ₂ CO ₂ Et
2-(1,3-dioxan)ethyl

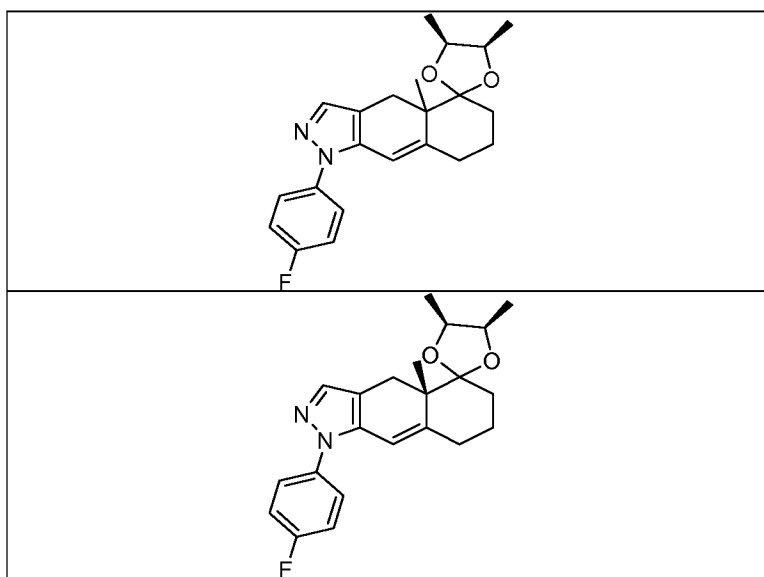
vii)

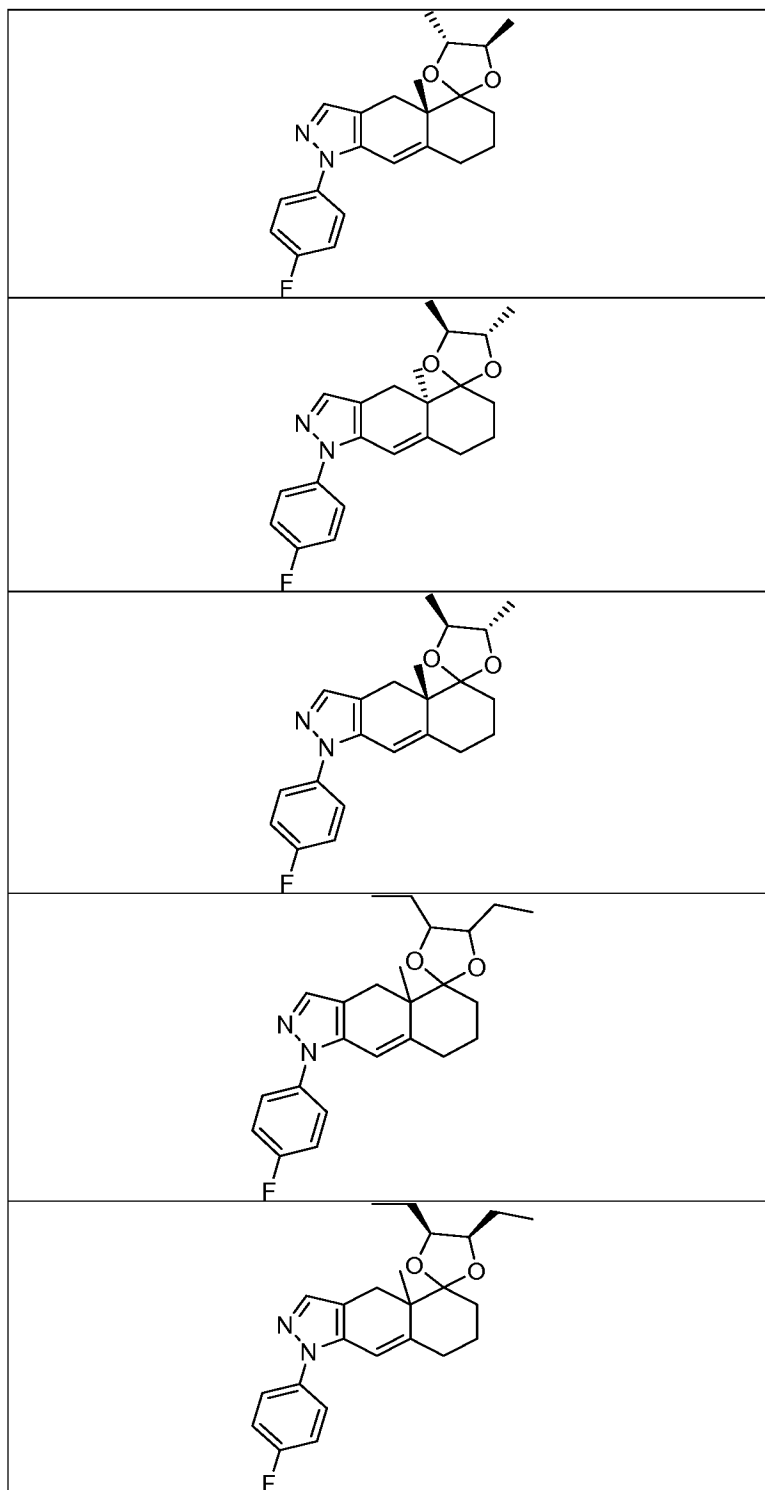


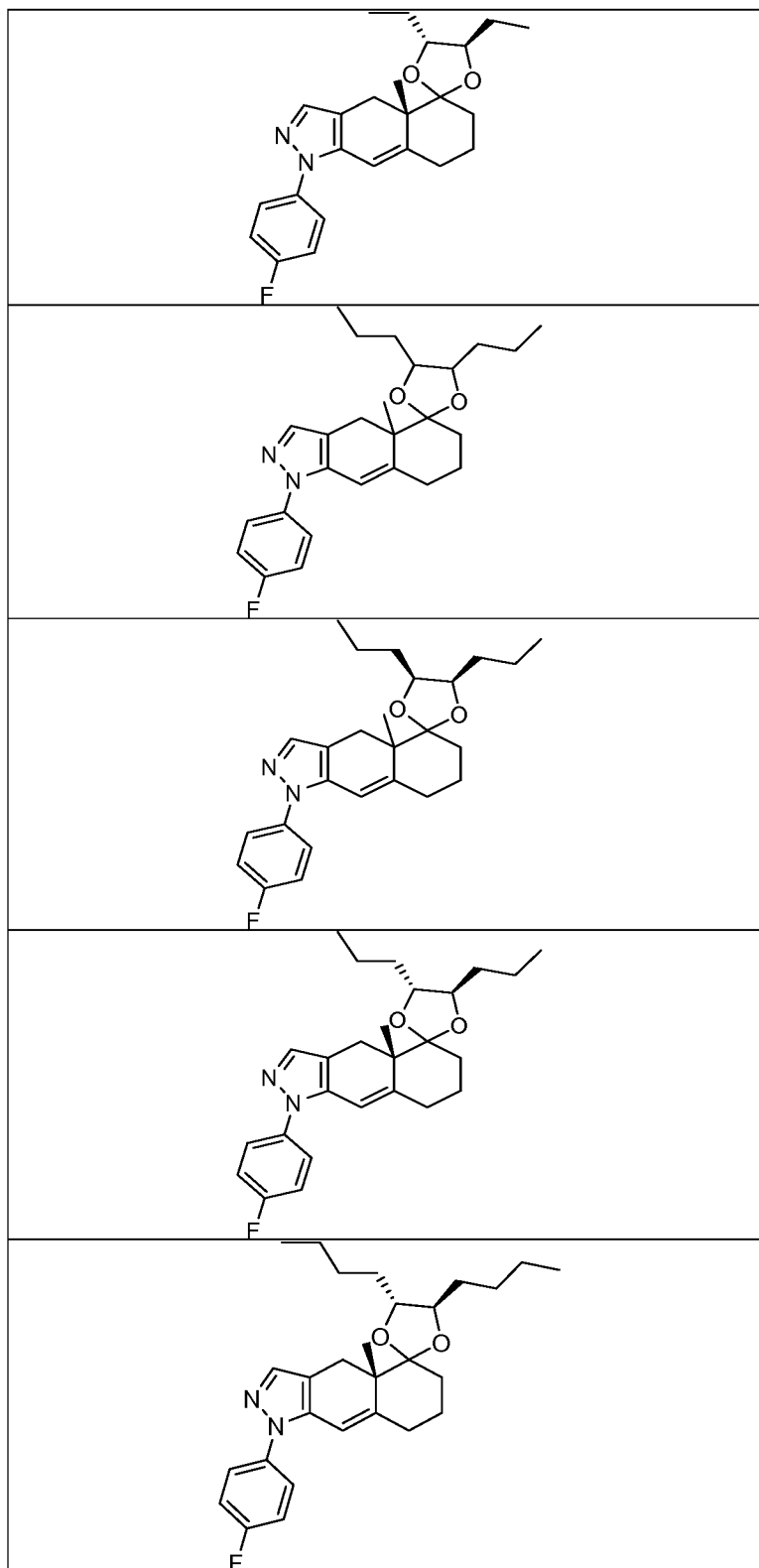
C ₁	D ₁	A ₁	B ₁
C(O)	NCH ₃	C(O)	NH
NCH ₂ Ph	C(O)	NCH ₃	C(O)
NCH ₃	C(O)	NCH ₃	C(O)
NCH ₂ CH=CH ₂	C(O)	NCH ₃	C(O)
C(O)	NCH ₃	C(O)	NCH ₂ Ph
C(O)	NCH ₃	C(O)	NCH ₃
C(O)	NCH ₃	C(O)	NCH ₂ CH=CH ₂
C(O)	NCH ₃	C(O)	NH

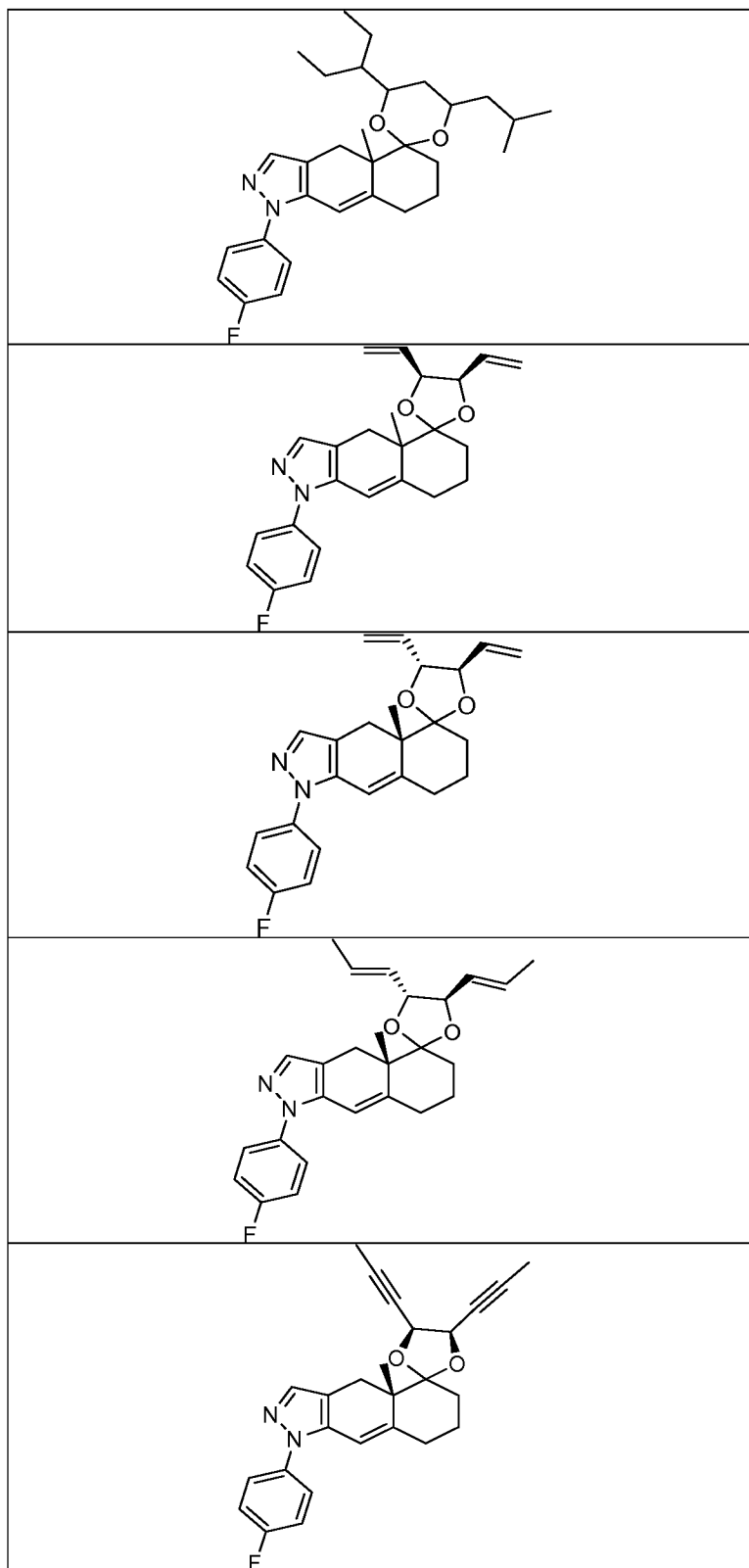
N(CH ₂) ₂ CO ₂ H	C(O)	NCH ₂ Ph	C(O)
NH	C(O)	N(CH ₂) ₂ CO ₂ H	C(O)
NH	C(O)	N(CH ₂) ₂ 	C(O)
C(O)	NCH ₃	C(O)	N(CH ₂) ₂ CO ₂ H
C(O)	NCH ₃	C(O)	N(CH ₂) ₂ 
NCH ₂ CH=CH ₂	C(O)	NCH ₂ CH=CH ₂	C(O)
NCH ₂ Ph	C(O)	NCH ₂ Ph	C(O)
NH	C(S)	NCH ₂ Ph	C(O)
NH	C(S)	NH	C(O)
NH	C(S)	NCH ₂ CH=CH ₂	C(O)
NH	C(S)	NCH ₃	C(O)
NH	CH ₂	NCH ₂ Ph	C(O)
NH	CH ₂	NH	C(O)
C(O)	NCH ₃	CH ₂	NCH ₃
NH	CH ₂	NCH ₃	C(O)

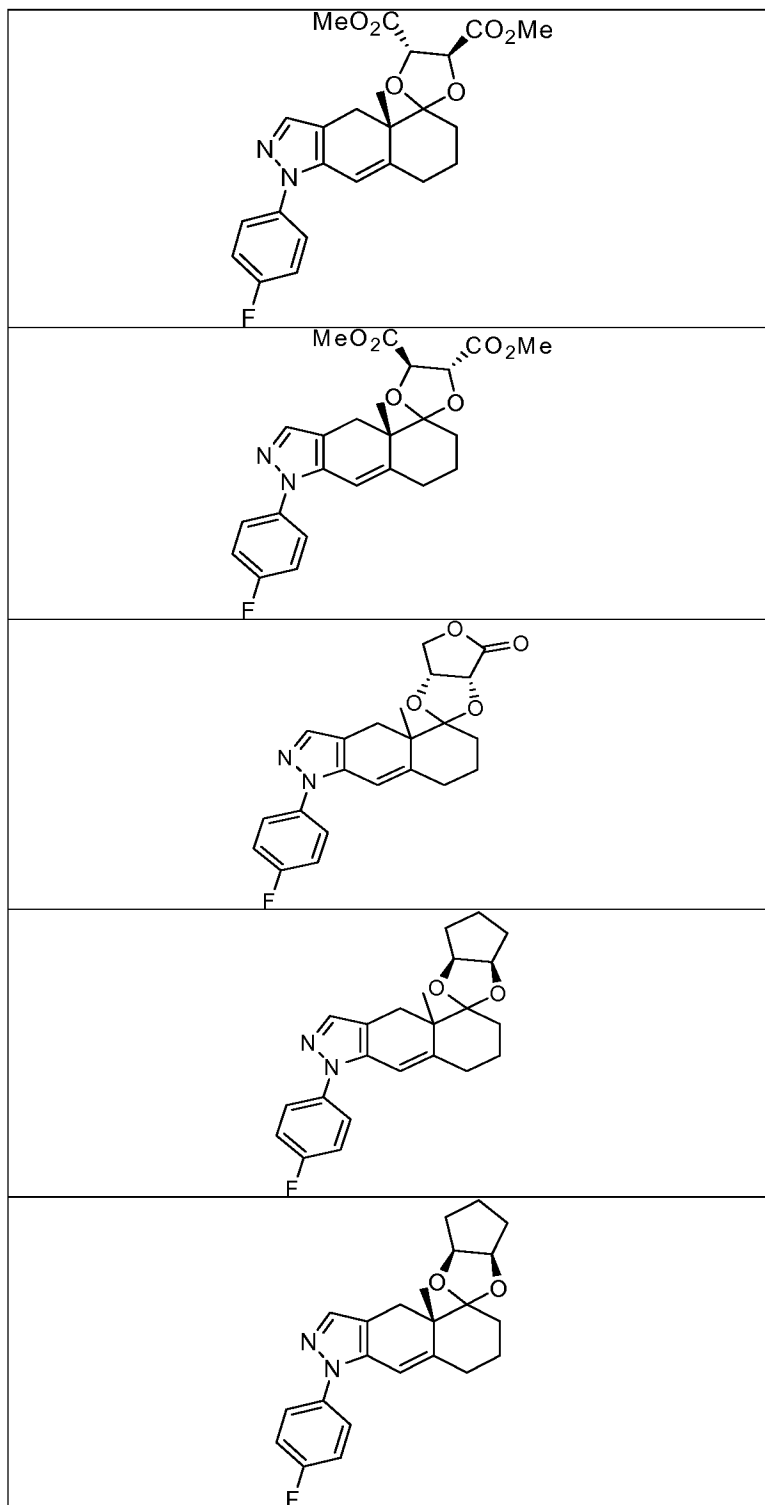
and viii)

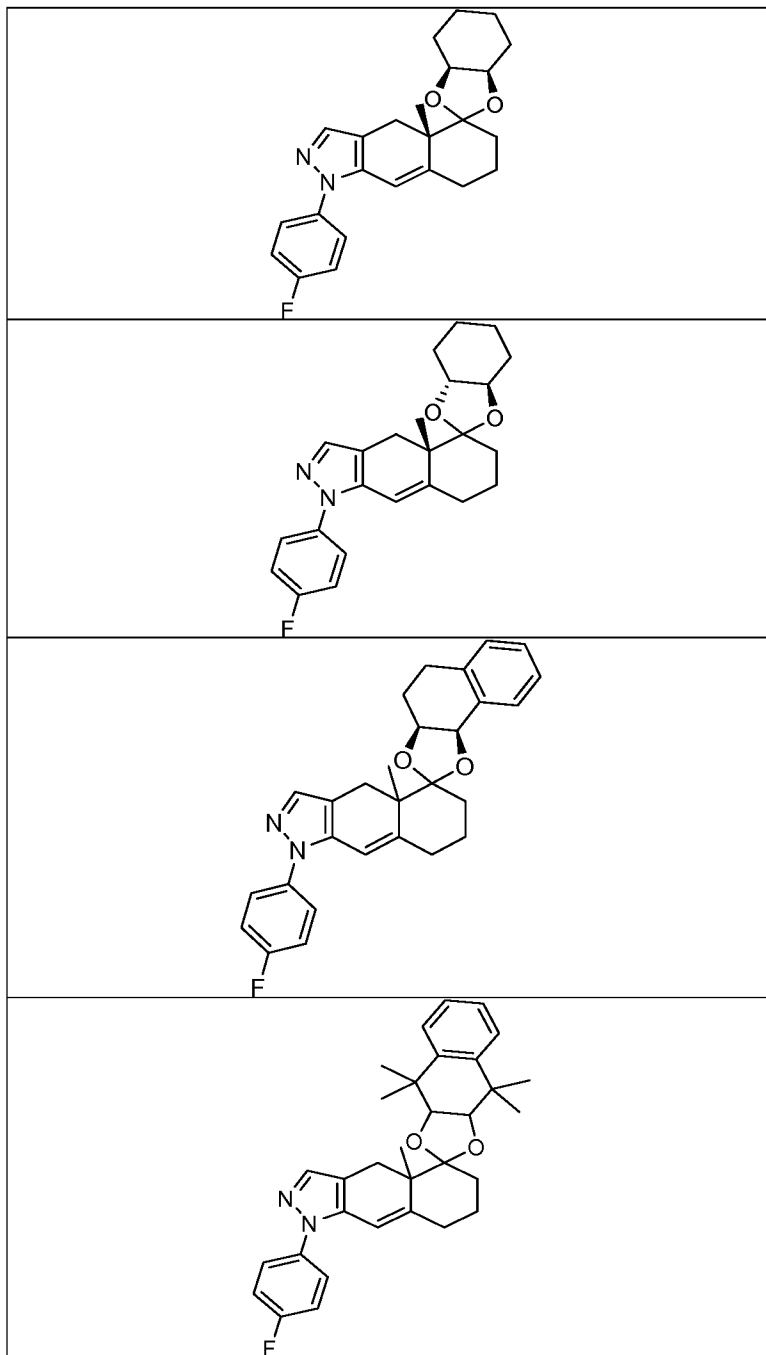


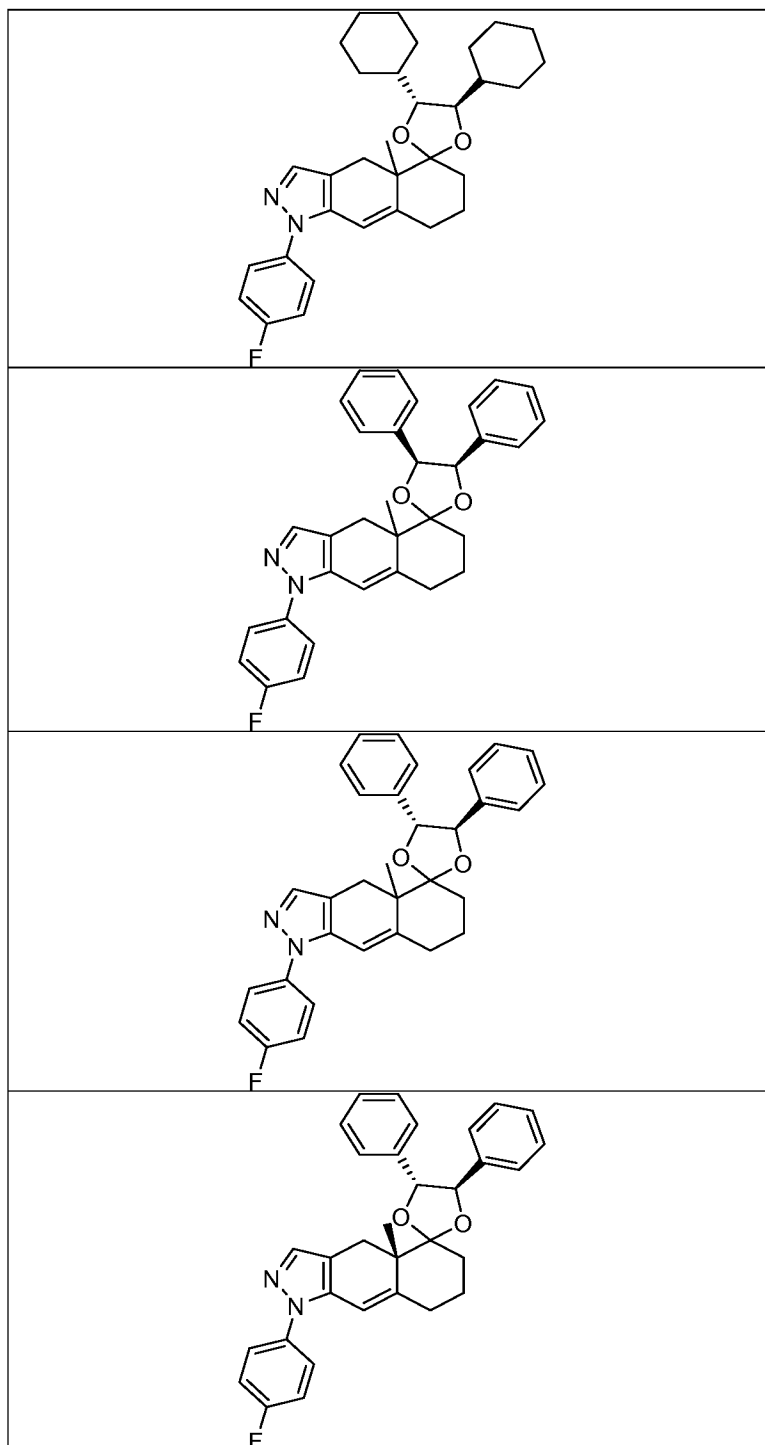


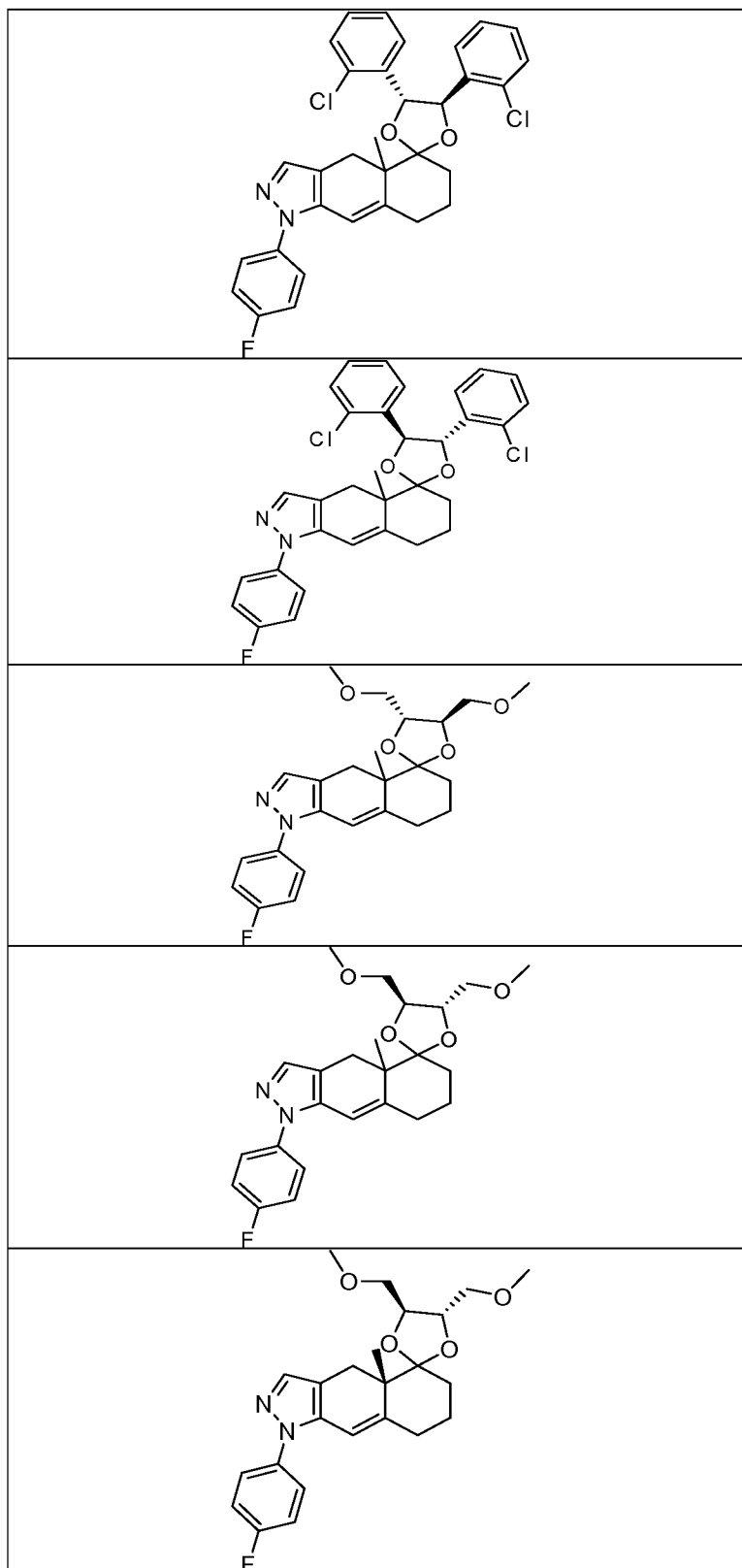


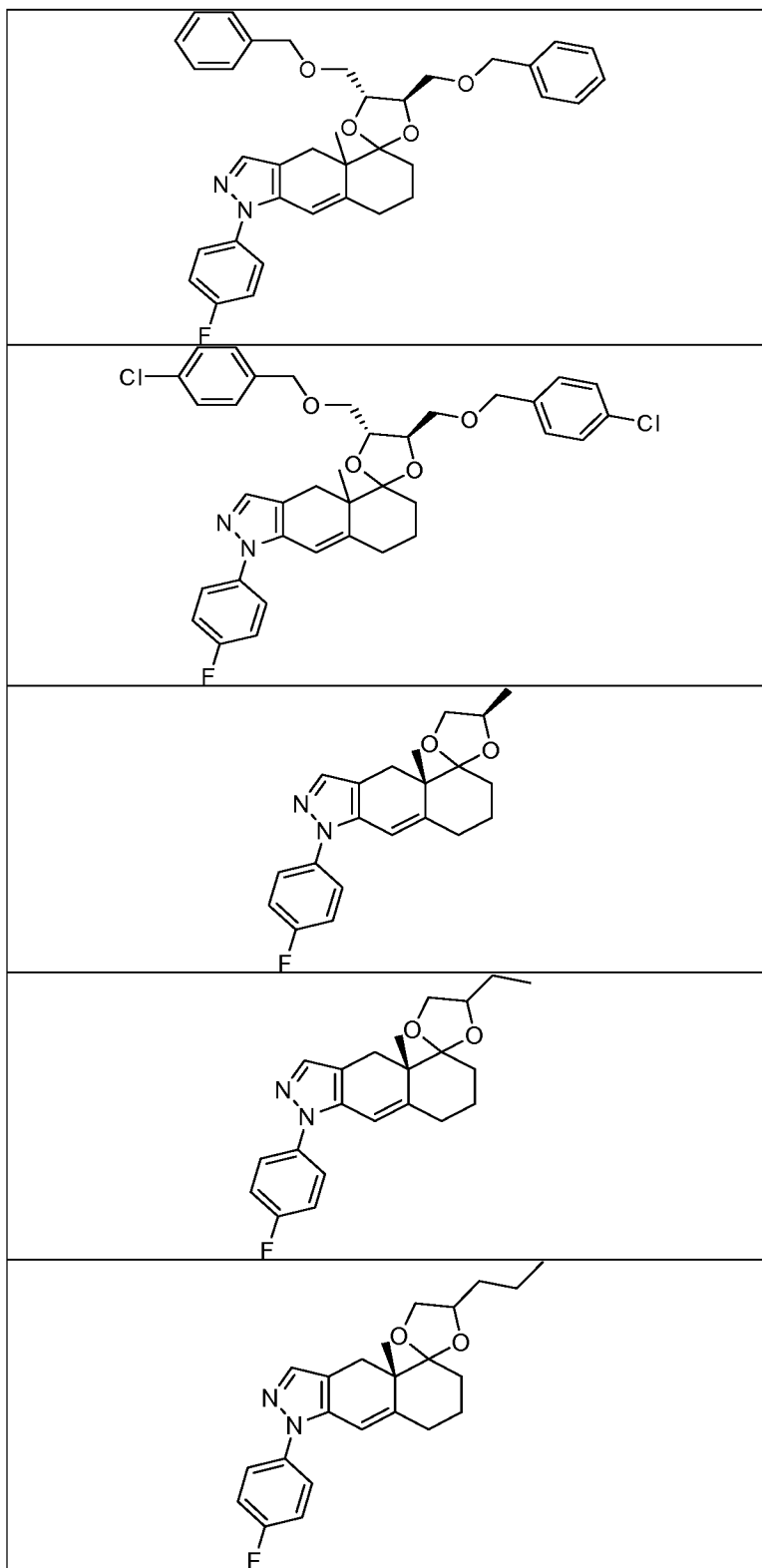


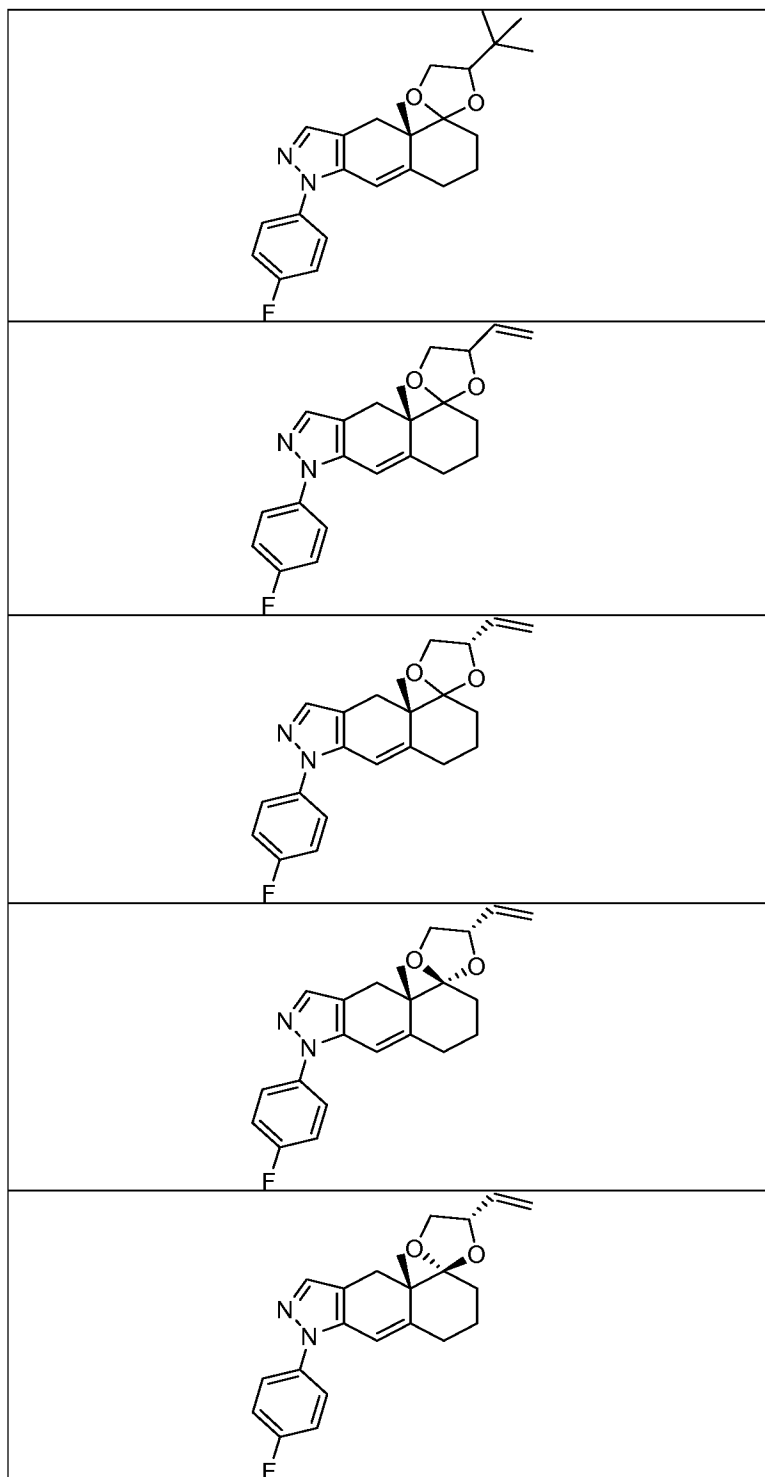


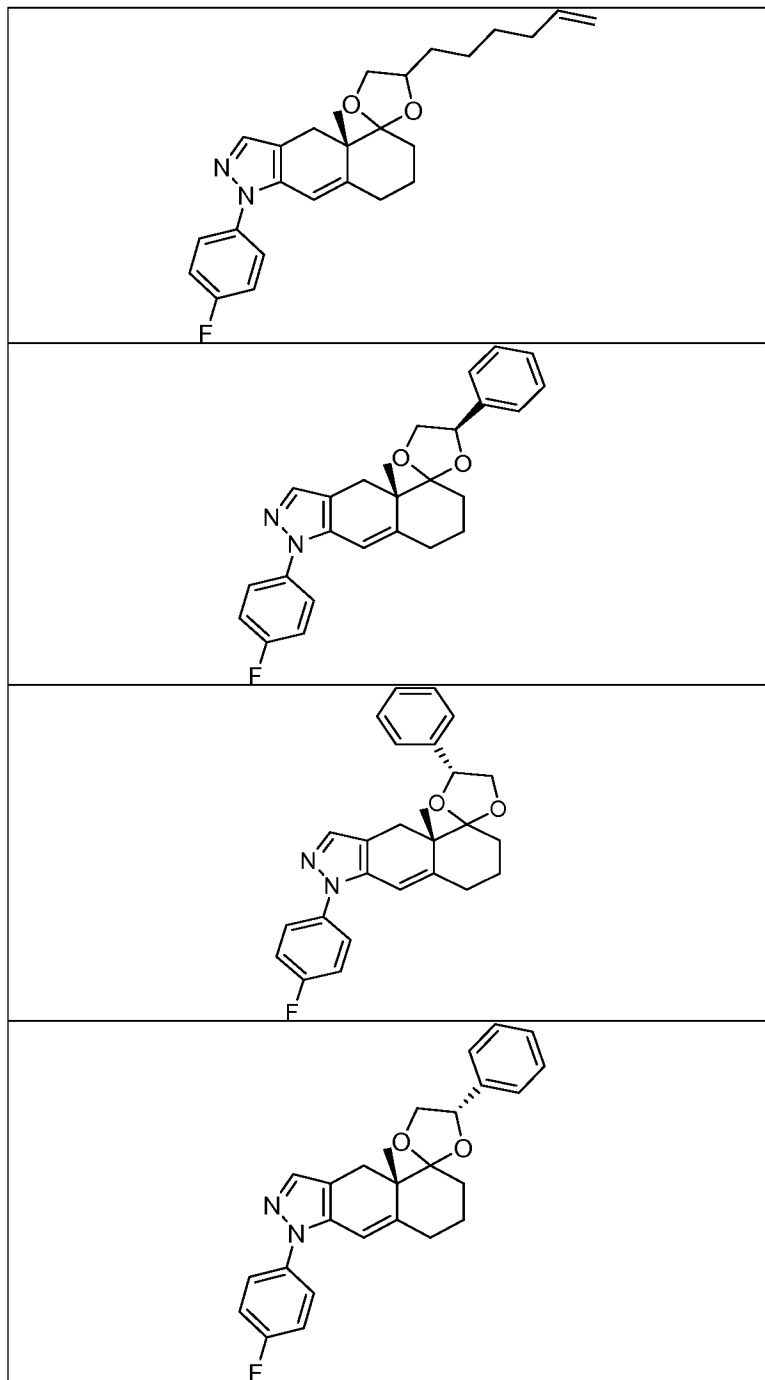


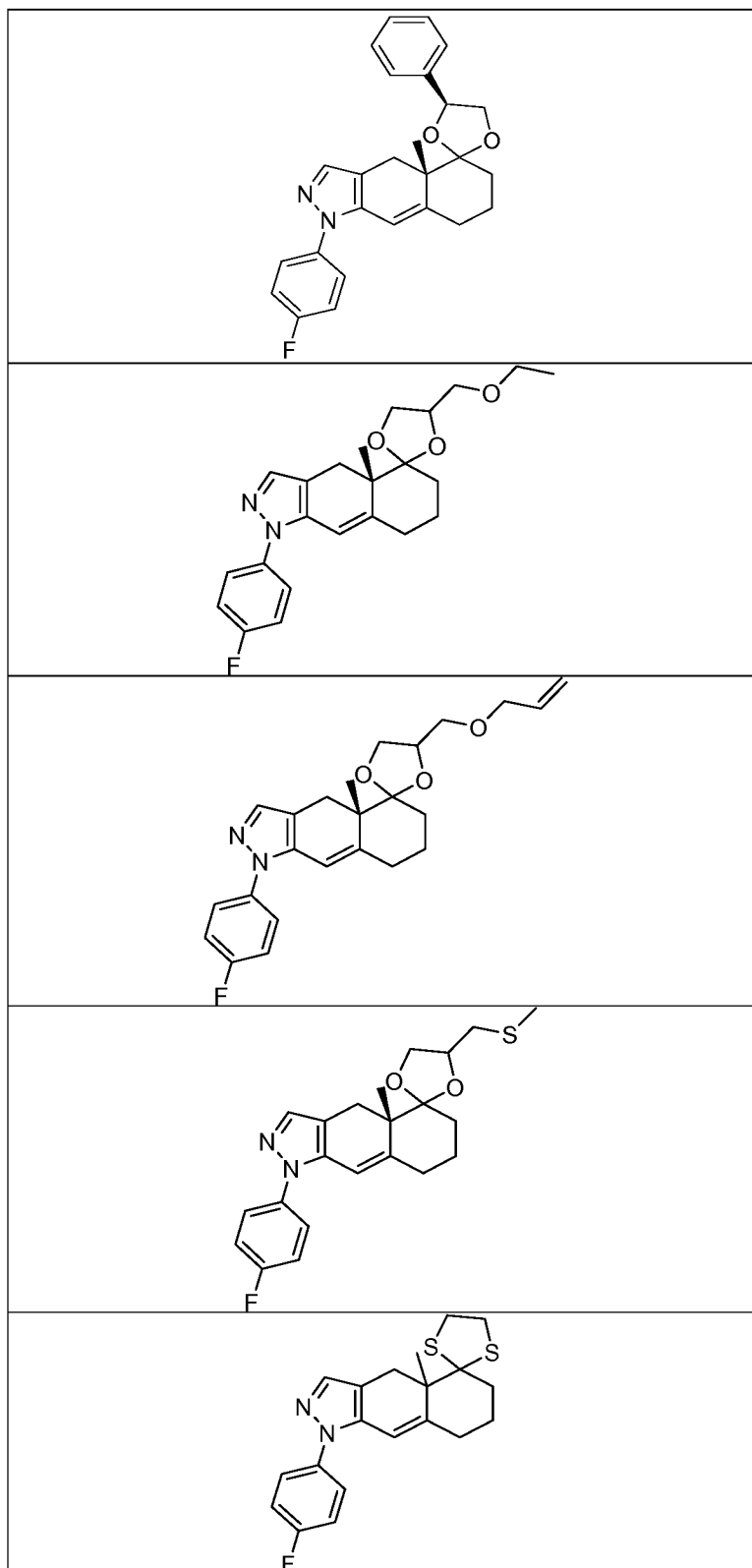


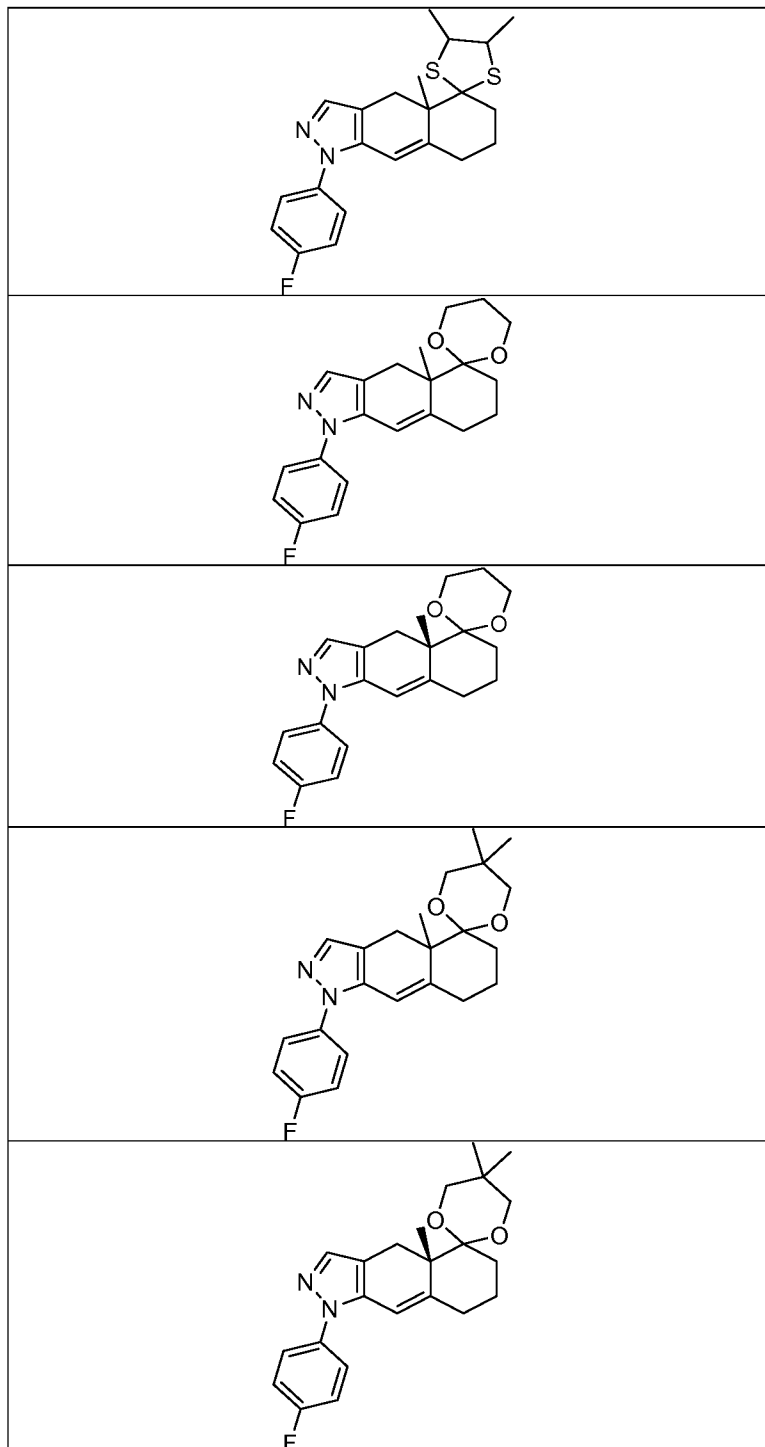


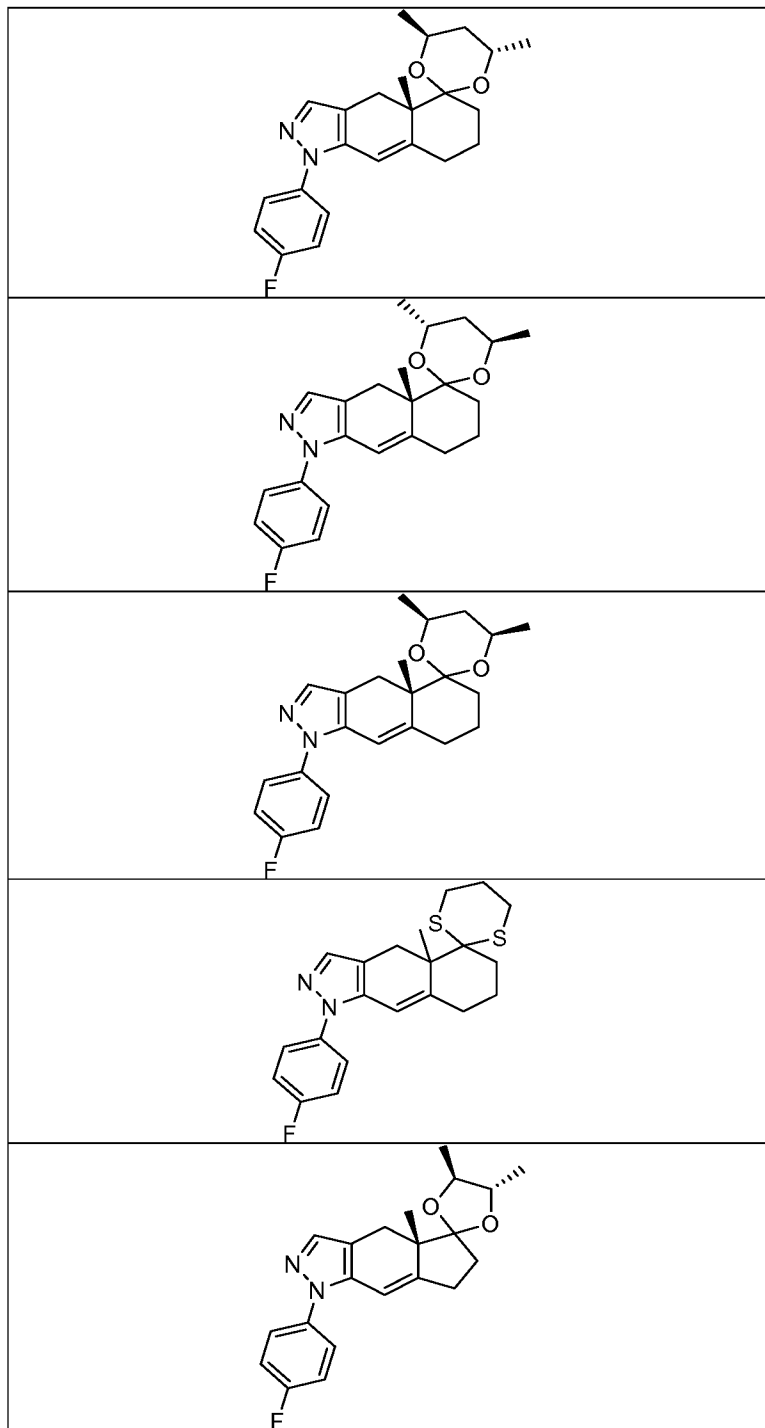


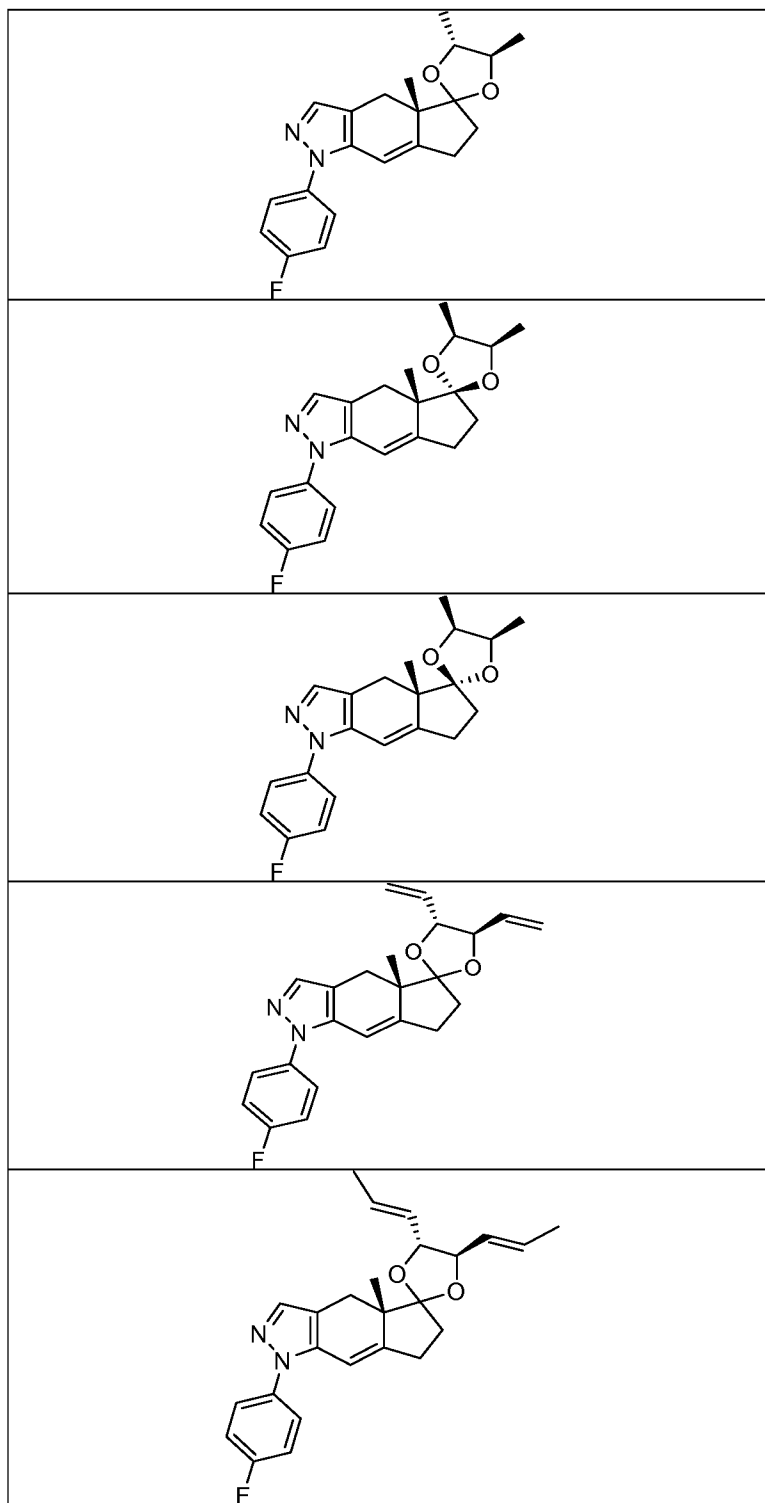


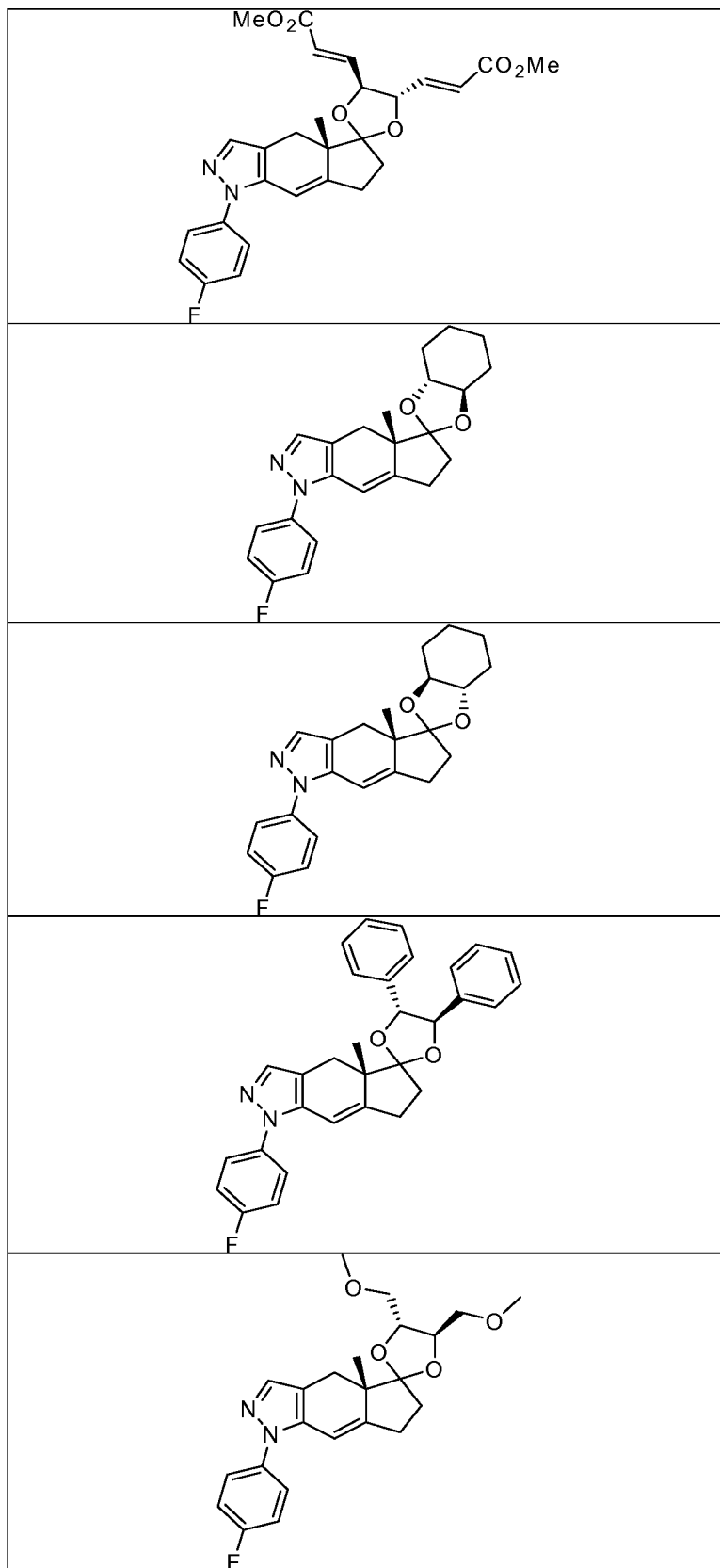


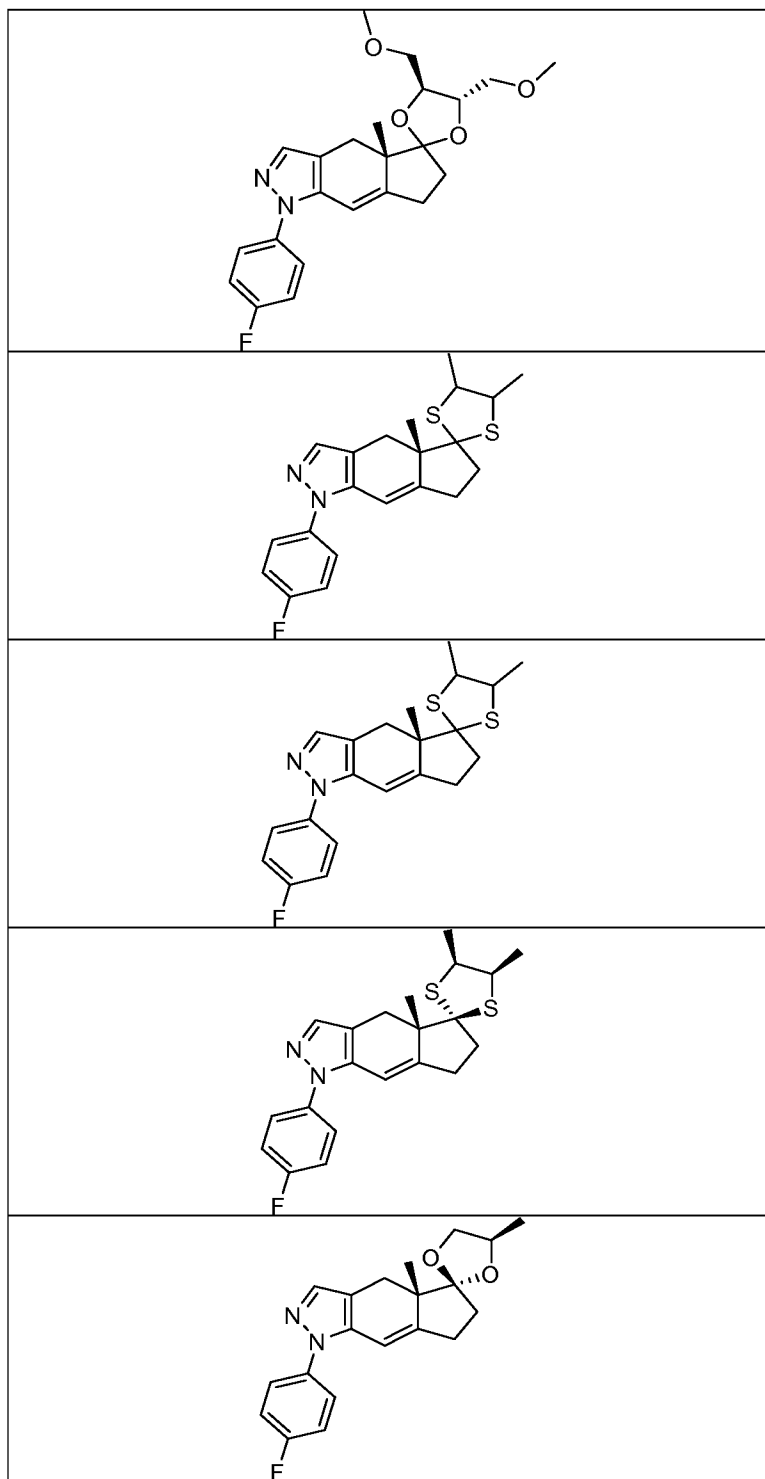


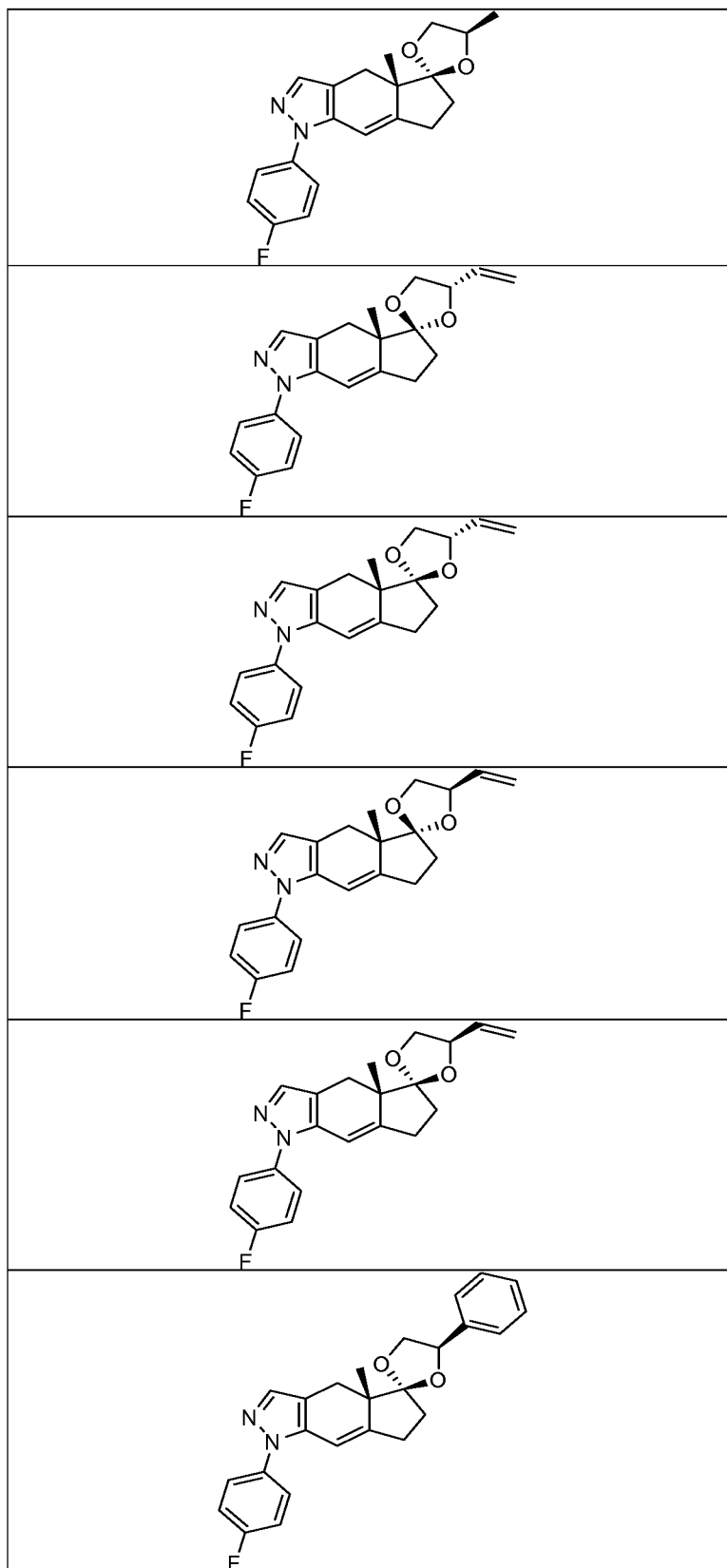


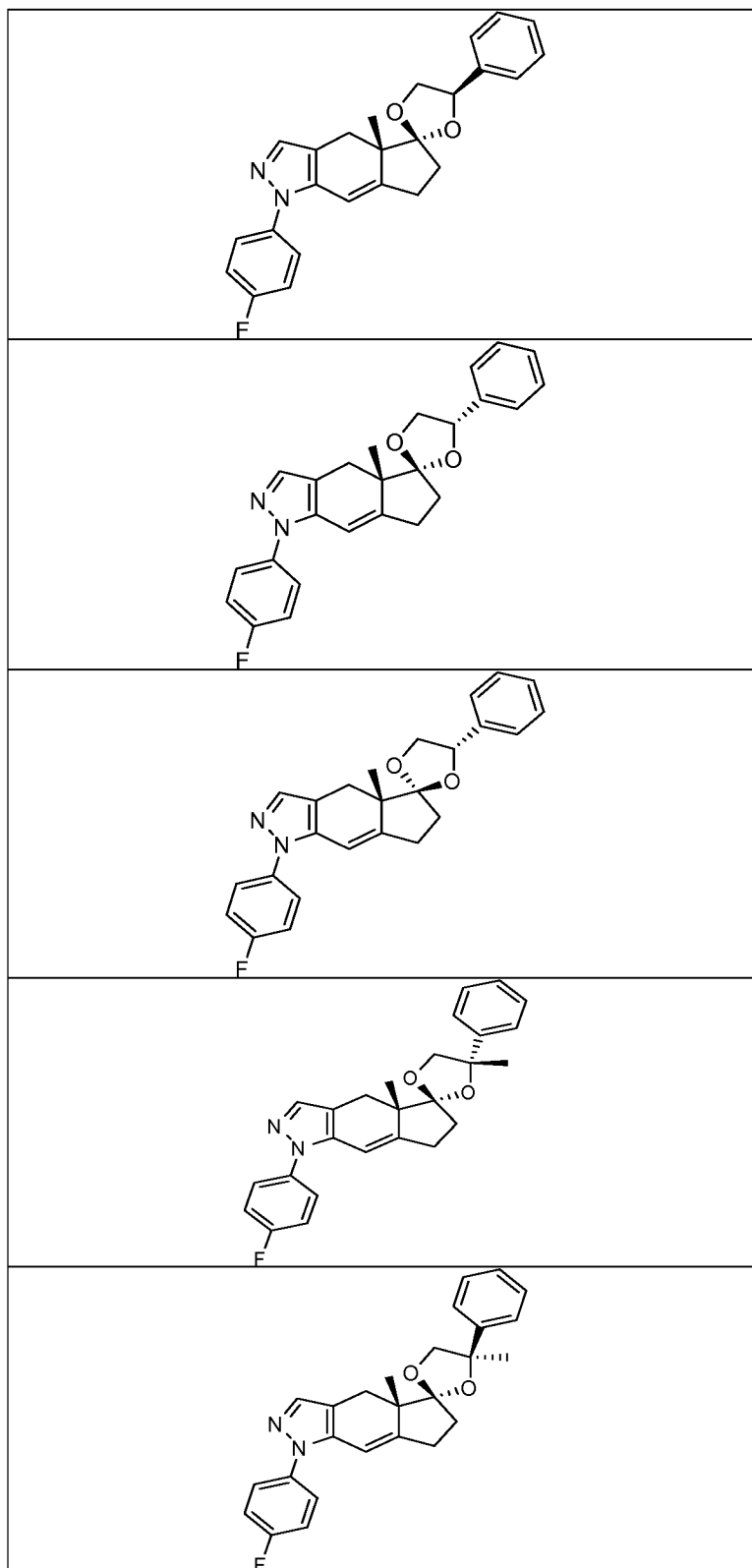


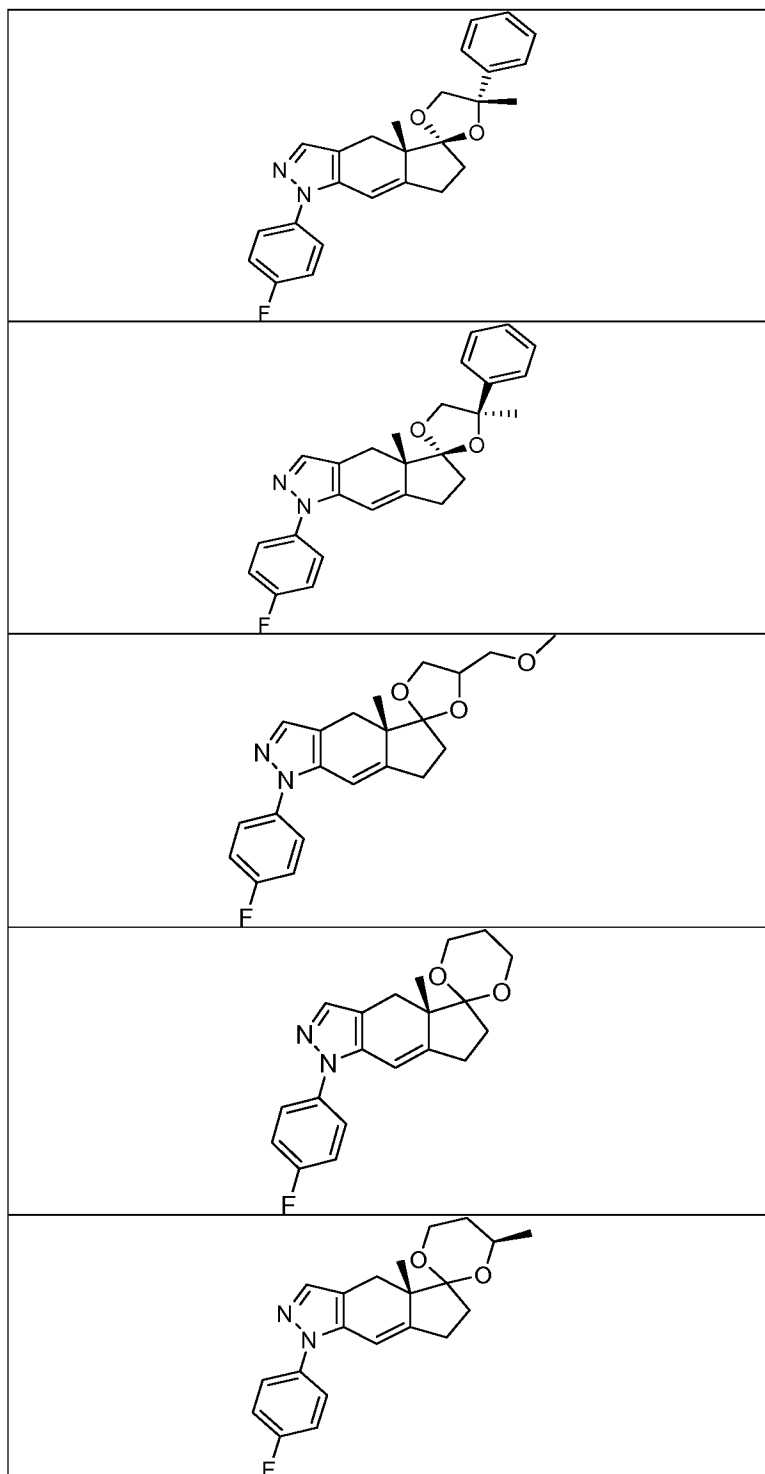


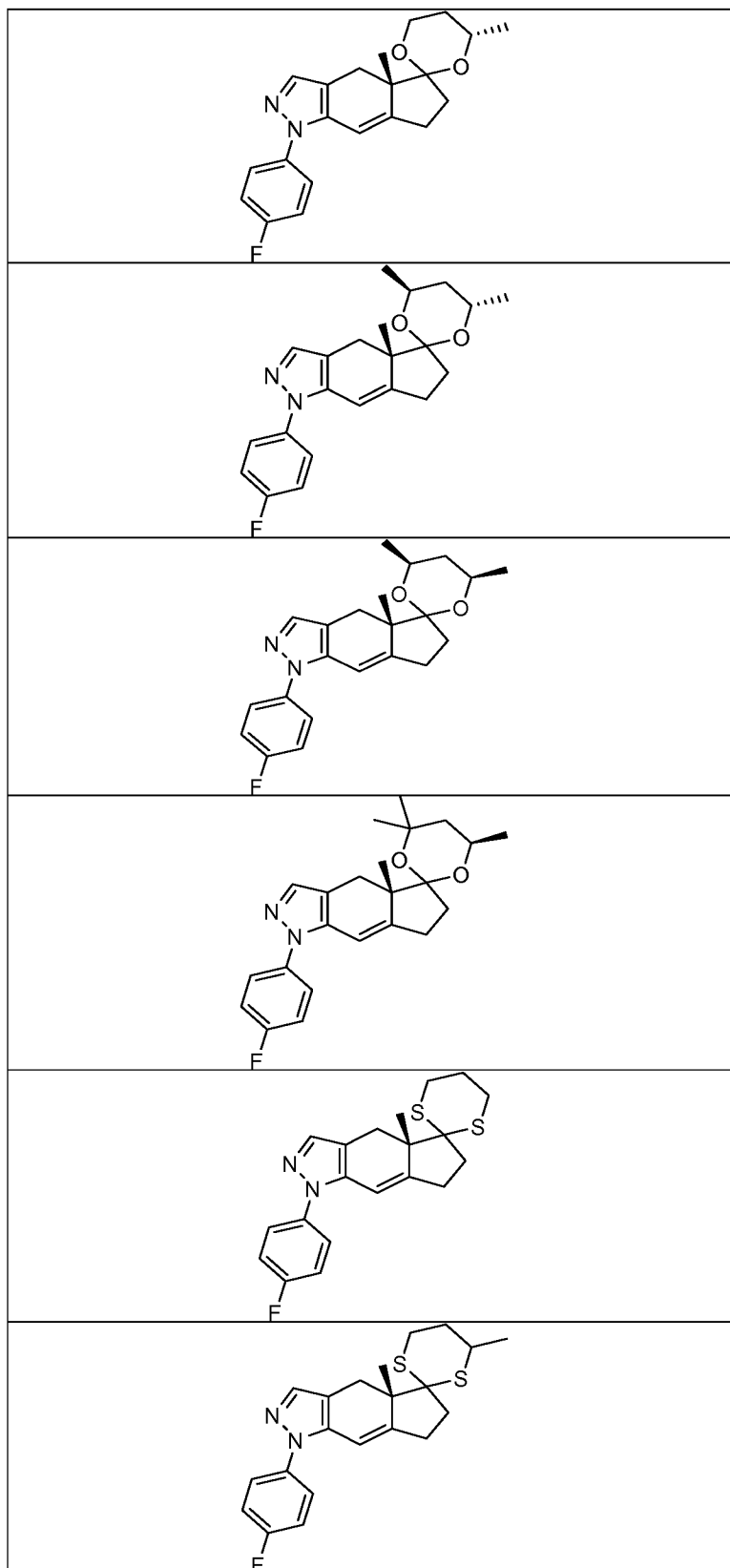


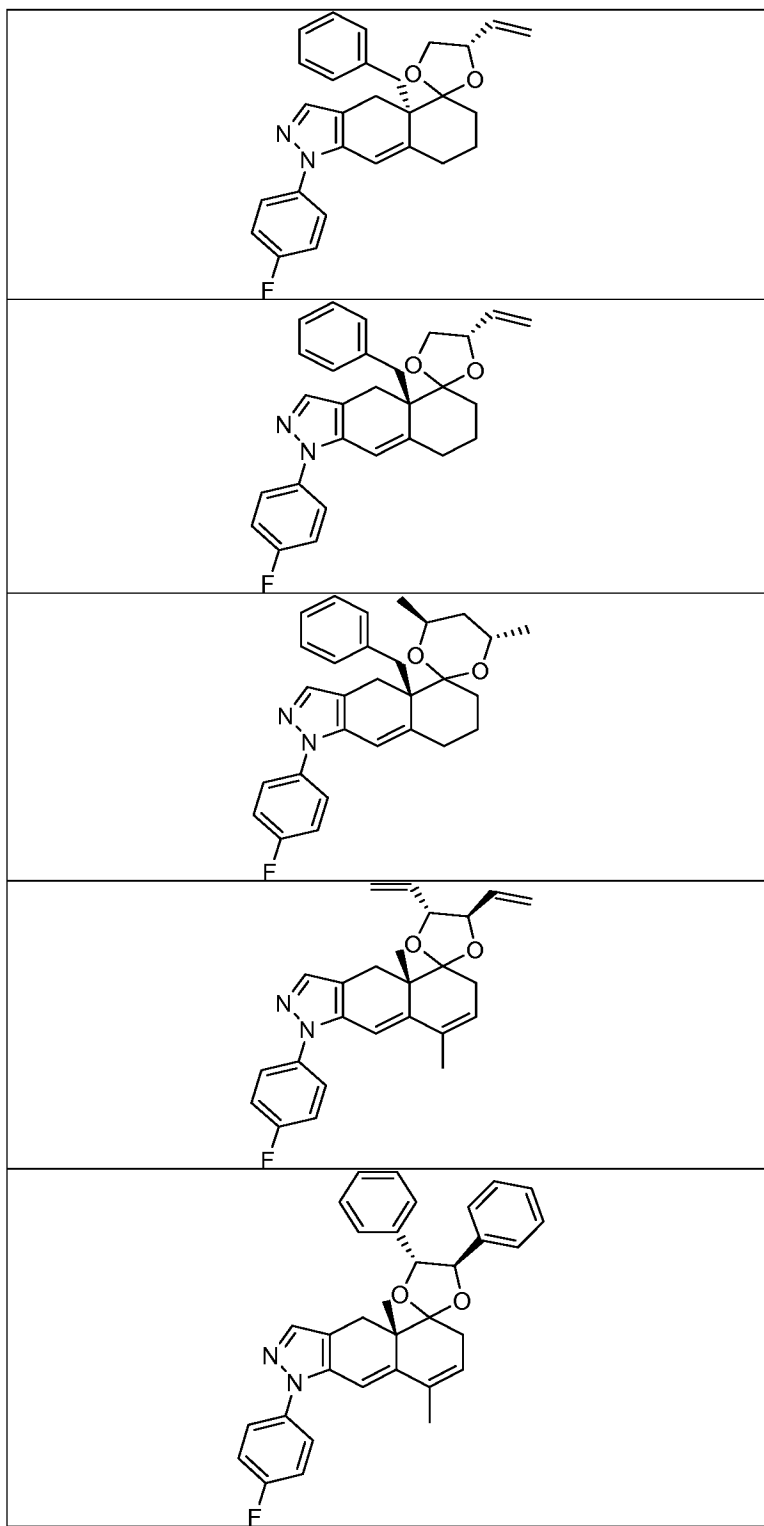












or a pharmaceutically acceptable salt of any of the foregoing compounds.

15 to 21. (Canceled)

22. (Previously presented) A pharmaceutical composition comprising a compound according to claim 11 in combination with a pharmaceutically acceptable carrier.

23 to 29. (Canceled)